

### INDEPENDENT AUDITOR'S REPORT

# TO THE MEMBERS OF "CENTURY MDF LIMITED" Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Century MDF Limited** ('the Company'), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

E-mail: d.pkolkata@yahoo.com Website: www.dasandprasad.com

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, and its loss and its cash flows for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.

As required by Section 143 (3) of the Act, we report that:

- a. we have sought and obtained all the information and explanations which to the best of our Knowledge and belief were necessary for the purposes of our audit;
- b. in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. the balance sheet, the statement of profit and loss, and the cash flow Statement dealt with by this Report are in agreement with the books of account;
- d. in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e. on the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act;
- f. with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Kolkata

For Das & Prasad Chartered Accountants

Pr (Firm's Registration No.303054E)

A.K.Agarwal (Partner)

(Membership No. 062368)

Place: Kolkata

Date: 25<sup>th</sup> April, 2016

### Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2016, we report that:

- (i) The Company has no fixed assets during the year under audit, hence paragraph 3(i) of the Order is not applicable to the Company;
- (ii) The Company has no inventories during the year under audit, hence paragraph 3(ii) of the Order is not applicable to the Company;
- (iii) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Consequently, the provisions of paragraph iii (a) and iii(b) of the Order are not applicable to the Company and hence, not commented upon;
- (iv) In our opinion and according to information and explanations given to us, the Company does not have any loans, investments, guarantees and security and hence the provision of this paragraph is not applicable to the company;
- (v) The Company has not accepted any deposit from the public covered under Section 73 to 76 of the Companies Act, 2013. Therefore, the provisions of paragraph 3(v) of the Order is not applicable to the Company;
- (vi) The Central Government has not prescribed the maintenance of cost records under subsection (1) of Section 148 of the Companies Act, 2013 for the product of the Company;
- (vii) a) The Company has generally been regular in depositing undisputed statutory dues applicable to it
  and other statutory dues to the appropriate authorities. There are no arrears as at 31<sup>st</sup> March
  2016 for a period of more than six months from the date they become payable;
  - b) According to the information and explanation given to us, there were no disputed taxes and duties as at 31<sup>st</sup> March 2016;
- (viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.
- (ix) According to information and explanation given to us, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly paragraph 3(ix) of the Order is not applicable.
- (x) Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management;
- (xi) According to information and explanation given to us, the Company has not paid or provided any managerial remuneration and hence paragraph 3(xi) is not applicable;
- (xii) In our opinion and according to the information and explanation given to us, the Company is not a Nidhi Company and hence the paragraph 3(xii) is not applicable;

- (xiii) In our opinion and on the basis of information and explanation given to us by the management, all the all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;
- (xiv) According to information and explanation given to us the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review;
- (xv) According to information and explanation given to us, the Company has not entered into any noncash transactions with directors or persons connected with him. Accordingly the paragraph 3(xv) is not applicable the Company;
- (xvi) In our opinion and on the basis of information and explanation given to us by the management, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

Kolkata

For Das & Prasad

Chartered Accountants

(Firm's Registration No.303054E)

A.K.Agarwal (Partner)

(Membership No. 062368)

Place: Kolkata

Date: 25<sup>th</sup> April, 2016

### Annexure - B to the Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Century MDF Limited** ("the Company") as of 31 March 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

## Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accouracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

## Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Das & Prasad

Chartered Accountants (Firm's Registration No.303054E)

> A.K.Agarwal (Partner)

(Membership No. 062368)

Place: Kolkata

Date: 25<sup>th</sup> April, 2016

### CENTURY MDF LIMITED 6 Lyons Range, Kolkata - 700 001

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Balance	Sheet as	at 31st Mar	ch 2016
		ME O 1 OF HILL	C11. ZU10

Particulars		Note 31st March, 2016 No. Rs.		31st March, 2015 Rs.	
I. EQUITY AND LIABILITIES					
(1) Shareholders' Funds (a) Share Capital (b) Reserves and Surplus		2	30,00,000 -	30,00,000	
(2) Current Liabilities Other Current Liabilities		3	5,725	5,618	
	Total		30,05,725	30,05,618	
II. ASSETS		ſ			
(1) Non-current Assets	ľ	l	ĺ		
Other non-current assets		4	27,30,273	27,12,903	
(2) Current Assets					
Cash and Cash Equivalents		5	2,75,452	2,92,715	
The accompanies pates are as integral as that the financial	Total		30,05,725	30,05,618	

The accompanying notes are an integral part of the financial statements

As per our report of even date

For Das & Prasad

Chartered Accountants

Firm Registration No. 303054E

CA A. K. Agarwal

Partner

Membership No 062368

Date: 21st April, 2016

For and on Behalf of the Board

(Sajjan Bhajanka)

Director

## 6 Lyons Range,

### Kolkata - 700 001

### Statement of Profit and Loss for the year ended 31st March, 2016

	Particulars	Note No.	2015-16 Rs.	2014-15 Rs.
I.	Revenue from operations		-	-
II.	Other Income	9	-	_
	Total Revenue		-	_
III.	Expenses:			
	Other expenses	10	-	-
	Total Expense	S	-	-
IV.	Profit before tax			_
٧.	Tax expense:			
	(1) Current tax		-	-
	(2) Deferred tax		-	-
VI.	Profit/(Loss) for the period		-	
VII.	Earning per equity share:			•
	(1) Basic		-	-
	(2) Diluted			_

The accompanying notes are an integral part of the financial statements

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As per our report of even date

For Das & Prasad

**Chartered Accountants** 

Firm Registration No. 303054E

CA A. K. Agarwal

Partner

Membership No 062368

Date: 21st April, 2016

For and on Behalf of the Board

(Sajjan Bhajanka) ctor Director

6, Lyons Range, Kolkata - 700 001

### CASH FLOW STATEMENT FOR THE YEAR ENDING 31.03.2016

l		Amt in Rs.	Amt in Rs.
<u> </u>		31st March 2016	31st March 2015
A	CASH FLOW FROM OPERATING ACTIVITIES		
H	Pre - Operative expenses	(17,370)	(24,544)
	Operating Profit before Working Capital changes	(17,370)	(24,544)
	Adjustments for:		
-	Increase /(Decrease) in Trade Payables, Other Liabilities and Provisions	107	(24,719)
	Cash Generated from Operations	(17,263)	(49,263)
	Direct Taxes Paid (Net of Refunds)	- 1	(17)200)
	Net Cash generated from Operating Activities	(17,263)	(49,263)
В	CASH FLOW FROM INVESTING ACTIVITIES		
	Net Cash used in Investing Activities	-	
С	CASH FLOW FROM FINANCING ACTIVITIES		
	Issue of Shares	~	_
	Repayment of Loans	~	-
	Net Cash used in Financing Activities	-	-
	Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(17,263)	(49,263)
	Cash and Cash Equivalents -Opening Balance	2,92,715	3,41,978
	Cash and Cash Equivalents-Closing Balance	2,75,452	2,92,715

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Kolkata

As per our report of even date

For Das & Prasad

**Chartered Accountants** 

Firm Registration No. 303054E

CA A. K. Agarwal

Partner

Membership No 062368

Date: 21st April, 2016

For and on Behalf of the Board

Baldawa)

(Sajjan Bhajanka) Director

Note to Balance Sheet as at 31st March, 2015

### **Details of Pre-Operative Expenses**

		Opening As At 01.04.2015	Addition During The Year	Closing As at 31.03.2016
Α	Incidental Expenditure pending allocation to F.A: Audit Fees	(4.045	F 70F	
C. Sancaeron	Bank charges	64,045   9,186	5,725 514	69,770 9,700
9	Employee Cost	17,03,511	-	17,03,511
	Travelling & Conveyance	3,54,820		3,54,820
	Consultancy Charges	2,87,289	-	2,87,289
	Miscellaneous Expenses	2,76,478	11,131	2,87,609
	Less : Interest received	4,096	-	4,096
	Balance in Pre- Operative Expenses	26,91,233	17,370	27,08,603



#### 1 SIGNIFICANT ACCOUNTING POLICIES

#### a Accounting Concepts:

The financial statements are prepared under the historical cost convention on accrual & going concern basis and in accordance with the applicable mandatory Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006

#### b Revenue Recognition

Income and expenditure are recognized on accrual basis. Interest income is recognized on time proportionate basis. Where quantum of accruals can not be ascertained with reasonable certainty, they are accounted for on acceptance basis

#### c Fixed Assets:

Fixed Assets are stated at their cost of acquisition or construction less accumulated depreciation/amortisation and impairment loss, if any. Cost comprises the purchase price, installation and attributable cost of bringing the asset to its working condition for its intended use.

#### d Intangible Assets

Intangible Assets are recognized when it is probable that the future economic benefit that are attributable to the assets will flow to the Company and the cost of the assets can be measured reliably. The amortisable amount of an intangible asset is allocated over its estimated useful life.

#### e Depreciation:

Depreciation on Fixed Assets is charged on the basis of useful life of the asset as in the manner prescribed in Schedule II of the Companies Act, 2013. Leasehold assets are amortized on the basis of their useful life or remaining lease period, whichever is lower.

#### f <u>Investments:</u>

Current investments are stated at lower of cost and market/fair value. Long-term investments are stated at cost after deducting provision made for permanent diminution in value.

### g Taxes on Income:

Provision for current tax is made on the basis of estimated taxable income for the current accounting period and in accordance with the provisions of The Income Tax Act, 1961

Deferred tax is recognized on timing differences between the accounting income and taxable income for the year, and quantified using the tax rates and laws substantially enacted on the Balance Sheet Date. The resulting deferred tax liability, if any is provided in the accounts but resultant deferred tax assets is recognized only if there is virtual certainty of realization of such amount and otherwise not provided in the accounts. Such assets are reviewed at each Balance Sheet Date to reassess their realization.

### h Provision and Contingent Liabilities:

Provisions for contingencies are recognized in respect of present obligation arising out of past events where there are reliable estimate of probable outflows of resource. Contingent liabilities are the possible obligation of past events, the existence of which will be confirmed only by the occurrence or non-occurrence of a future event. These are not provided for and are disclosed by way of notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

#### <u>lmpairment:</u>

The carrying amount of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal / external factors. An impairment loss will be recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to the present value by using weighted average cost of capital. A previously recognized impairment loss is further provided or reversed depending on changes in circumstances.



Note No.		31st March, 2016 Rs.	31st March, 2015 Rs.
2	Share Capital		
	Equity Share Capital Authorised Share capital		
	300000 (PY 300000) Equity Shares of Rs. 10/- each	20.00.000	00.00.000
	Light Court (1. 1. 200000) Equity Shares of No. 10/ Cuery	30,00,000	30,00,000
		30,00,000	30,00,000
	Trained subscribed 9 fully said shows south-1		
	<b>Issued, subscribed &amp; fully paid share capital</b> 300000 (PY 300000) Equity Shares of Rs. 10/- each	30,00,000	30.00.000
	costs (1.1 sosses) Equity shares of its. 10/ cach	30,00,000	30,00,000
		30,00,000	30,00,000
a)	Reconciliation of number of shares outstanding		The state of the s
,		No. of shares	No. of shares
	Equity Shares of Rs. 10/- each	0.00.000	
	At the Beginning of the period Issued during the period	3,00,000	50,000 2,50,000
	Outstanding at the end of the period	3,00,000	3,00,000
		CONTRACTOR (AND PROMISED OF THE OWNERS OF TH	WHILE COMMERCIAL COMMERCIAL CONTROL OF THE PROPERTY OF THE PRO
b)	Terms/Rights attached to the Equity Shares	were great processed with the state of the s	CONTRACTOR OF CONTRACTOR CONTRACTOR OF CONTRACTOR OF CONTRACTOR CO
,	The company has only one class of equity shares having a par value		The state of the s
	of Rs. 10 per share. Each holder of equity shares is entitled to one		
	vote per share. In the event of liquidation of the company, the		
	holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The		
	distribution will be in proportion to the number of equity shares held		
	by the shareholders.		
***********			and a little lift and a single-consequence on the state of the state o
c)	Details of Shareholders holding more than 5% shares in the		31st March, 2015
	Equity Shares of Rs. 10/- each	No. of shares (%)	No. of shares (%)
	Century Plyboards (India) Ltd.	300000(100%)	300000(100%)
	(The Company is Wholly-owned subsidiary of above company)		The second secon
		er en man de la compression de la compressión de	The contract of the contract o
3	Other current liabilities	MYANGAN YANGAN KANTAN KANT	NO PORTUGUIS AND THE THE THE PRESENCE OF THE P
	Other Liabilities:	5,725	5.619
	Liabilities for expenses  Total	5,725	5,618 <b>5,61</b> 8
4	Othoriza		
4	Other non-current assets Preliminary Expenses	21,670	21,670
	Pre-operative Expenses	27,08,603	26,91,233
	Total	27,30,273	27,12,903
5	Cash and cash equivalents		ennimentalen et er en
-	Balances with banks	2,72,452	2,92,715
	Cash on hand	3,000	A. A. A. 199 A. 19
	Total	2,75,452	2,92,715



### OTHER NOTES ON ACCOUNTS

- In the opinion of the Management and to the best of their knowledge and belief the value on realization of loans, advances and other current assets in the ordinary course of business will not be less than the amount at which they are stated in the Balance Sheet.
- As there were no employees in the company provision for retirement benefit is not required.
- Deferred Tax Asset has not been recognized since there is no virtual certainty of its realization.
- d Earning in Foreign Currency - Nil (Previous Year- Nil) Expenditure in Foreign Currency - Nil (Previous Year-Nil)
- The figures have been rounded off the nearest rupee.
- Previous year figures have been rearranged/ regrouped wherever necessary.

Signature to Notes '1' to '6' forming part of the Balance Sheet and Statement of Profit & Loss

As per our report of even date For Das & Prasad **Chartered Accountants** 

Firm Registration No. 303054E

For and on Behalf of the Board

Kolkata

CA A. K. Agarwal Partner

Membership No 062368

Date: 21st April, 2016

(Sajjan Bhajanka)