AUDITORS' REPORT

To, The Members of Sarda Energy Limited

- We have audited the attached Balance Sheet of Sarda Energy Limited as at 31st March, 2011 & Cash Flow Statement for the year ended on that date. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2. We have conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3. As required by the Companies (Auditor's Report) Order, 2003 (as amended) issued by the Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- 4. Further to our comments in the Annexure referred to above, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company, so far as appears from our examination of those books;
 - c) The Balance Sheet & Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the Balance Sheet & Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956 to the extent applicable;
 - e) On the basis of written representations received from the directors, as on 31st March 2011 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2011 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;

- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the Significant Accounting Policies and notes thereon give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2011.
 - b) In the case of the Cash Flow Statement, of the Cash flow of the Company for the year ended 31st March, 2011.

For, Begani & Begani Chartered Accountants (FRN: 010779C)

Sd/-(Vivek Begani) Partner M.No.: 403743

Place: Raipur
Date: 07.05.2011

ANNEXURE TO AUDITORS' REPORT REFERRED TO IN PARAGRAPH 3 OF OUR REPORT OF EVEN DATE

(Referred to in Paragraph 3 of our Report of even date on the accounts of Sarda Energy Limited for the year ended ended on 31st March, 2011)

- i) In respect of Fixed Assets:
 - a. The company is maintaining proper records showing full particulars, including Quantitative details and situation of fixed assets.
 - b. Fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.
 - c. The fixed assets disposed off are not substantial so as to affect its going concern status.
- ii) According to the information and explanations given to us, the Company has not granted or taken any loan, secured or unsecured, to or from Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
- iii) In our opinion and according to the information and explanation given to us, there is adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services.
- iv) In respect of transactions that need to be entered into a register maintained in pursuance of section 301 of the Companies Act, 1956:
 - a) In our opinion and according to the information and explanation given to us, the transactions that need to be entered into a register in pursuance of section 301 of the Act have been so entered.
 - b) In our opinion and according to the information and explanation given to us, each of these transaction have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- v) In our opinion, the company has no formal internal audit system during the year under review, but its internal control procedures ensure reasonable internal checking of its financial & other records
- vi) The Company has not accepted any deposits from the public.
- vii) To the best of our knowledge and according to the information and explanations provided to us, the Central Government has not prescribed the maintenance of cost records under section 209(1)(d) of the Companies Act, 1956.
- viii) As informed to us, the company has not given any guarantee for loans taken by others from banks or financial institutions.

- ix) During the year, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956.
- x) The company has not issued any debentures during the year.
- xi) The company has not raised any money by way of public issue during the year.
- xii) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.
- xiii) According to the information and explanations given to us, clauses (ii) (viii) (ix) (x) (xi) (xii) (xiii) (xiv) (xvi) and (xvii) of paragraph 4(A) of the Companies (Auditors' Report) Order, 2003 are not applicable.

For, Begani & Begani Chartered Accountants FRN: 010779C

Sd/-(Vivek Begani) Partner M.No: 403743

Place: Raipur Date: 07.05.2011

SARDA ENERGY LIMITED BALANCE SHEET AS AT 31ST MARCH 2011

(Amount in Rs.)

		ACAT	(Amount in Ks.)
PARTICULARS	SCHEDULE	AS AT 31.03.2011	AS AT 31.03.2010
I) SOURCES OF FUND		31.03.2011	31.03.2010
1) SHAREHOLDERS' FUNDS			
(a) Share Capital	"A"	230,542,520	67,410,000
(b) Reserve and Surplus	"B"	230,342,320	07,410,000
(b) Reserve and Surplus	Ь	230,542,520	67,410,000
2) LOAN FUNDS		250,542,520	07,410,000
(a) Secured Loan		_	_
(b) Unsecured Loan		_	_
(b) Offsecured Loan			
3) DEFERRED TAX LIABILITY		_	_
TOTAL		230,542,520	67,410,000
II) APPLICATION OF FUNDS			
1) FIXED ASSETS	"C"		
Gross Block		70,117,558	26,335,628
Less: Depreciation		775,951	557,138
Net Block		69,341,607	25,778,490
2) PRE-OPERATIVE EXPENSES (Pending For Capitalisation)	"D"	29,108,588	20,625,917
2) INVESTMENTS		-	-
3) CURRENT ASSETS, LOANS AND ADVANCES	"E"		
Cash and Bank Balance		150,765	323,798
Loans & Advances		133,408,871	22,041,010
		133,559,636	22,364,808
Less: CURRENT LIABILITIES AND PROVISONS	"F"		
Current Liabilities		1,392,254	1,336,625
Provisions		239,557	187,090
		1,631,811	1,523,715
Net Current Assets		131,927,825	20,841,093
4) Dualiminant European (To The Entert Net Written Off)		164 500	174 500
4) Preliminary Expenses (To The Extent Not Written Off)		164,500	164,500
Contingent Liabilities and Notes to Accounts	"G"		
TOTAL		230,542,520	67,410,000
TOTAL	l .	200,012,020	07,110,000

As per our Report of even date

For, Begani & Begani Chartered Accountants ON BEHALF OF THE BOARD OF DIRECTORS

FRN: 010779C

Sd/- Sd/- Sd/- Sd/-

(VIVEK BEGANI)(K. K. SARDA)(PANKAJ SARDA)(MANISH SETHI)PARTNERDIRECTORDIRECTORCOMPANY SECRETARY

M. No. 403743

 PLAC:
 RAIPUR
 PLACE:
 RAIPUR

 DATE:
 07.05.2011
 DATE:
 07.05.2011

SARDA ENERGY LIMITED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2011

	PARTICULARS	Year ended 31.03.2011 (Rupees)	Year ended 31.03.2010 (Rupees)
A.	CASH FLOW FROM OPERATING ACTIVITIES:	(=sup cos)	(====
	Net Profit before tax as per Profit & Loss Account	0	0
	Adjustment for:		
	Depreciation	0	0
	Interest (Net)	0	0
	Unrealised Exchange (Gain)/Loss	0	0
	Dividend income	0	0
	(Profit) / Loss on sale of fixed assets	0	0
	(1 Tolle) / E033 off sale of fixed dissets	0	0
	Operating Profit before Working Capital changes	0	0
	Adjustment for:		· ·
	Inventories	0	0
	Trade and other receivable	0	0
	Loans and Advances	0	0
	(Increase)/Decrease in Fixed deposits with scheduled banks under	0	0
	Trade Payable	0	0
	Trace Tayable	0	0
	Cash generated from Operations	0	0
	Cast generated from Operations	0	0
	Direct Taxes (Net)	0	0
	Net cash from Operating Activities	0	0
В.	CASH FLOW FROM INVESTING ACTIVITIES:		
	Investment in Fixed Assets incuding Capital WIP	(52,045,788)	(15,504,917)
	Sale of Fixed Assets	0	490,308
	Loans & Advances	(111,367,861)	(17,739,850)
	Current Liabilities	108,096	(335,553)
			(000,000)
	Net Cash used in Investing Activities	(163,305,553)	(33,090,012)
C.	CASH FLOW FROM FINANCING ACTIVITIES:		
	Proceeds from issue of Share Capital	-	-
	Share Application Money received pending Allotment	163,132,520	33,308,343
	Net Cash from financing Activities	163,132,520	33,308,343
	Increase/(decrease) in Cash and Cash equivalents (A+B+C)	(173,033)	218,331
	Not Ingressed decreases) in Cash and Cash aguivalents	(173,033)	218,331
	Net Increase/(decrease) in Cash and Cash equivalents	(1/3,033)	218,331
	CASH AND CASH EQUIVALENTS AS AT 01/04/2010 (as per Schedule 'E')	323,798	105,467
	CASH AND CASH EQUIVALENTS AS AT 31/03/2011 (as per Schedule 'E')	150,765	323,798
	Increase/(decrease) in Cash and Cash equivalents	(173,033)	218,331
	increase, accrease, in Cash and Cash equivalents	(173,033)	210,331
	Notes:	1	

Notes:

 $\hbox{(a)} \ \ Cash \ and \ cash \ equivalent \ include \ the \ following:$

 Cash on Hand
 0
 0

 Balances with Scheduled banks
 150,765
 323,798

 150,765
 323,798

Notes: (b) Previous year figures have been recast/restated wherever necessary.

(c) Figures in brackets represent outflows.

M. No. 403743

AS PER OUR REPORT OF EVEN DATE ATTACHED FOR, BEGANI & BEGANI Chartered Accountants FRN: 010779C

ON BEHALF OF BOARD OF DIRECTORS

Sd/- Sd/- Sd/- Sd/Sd/- (K. K SARDA) (PANKAJ SARDA) (MANISH SETHI)
(VIVEK BEGANI) DIRECTOR DIRECTOR COMPANY SCRETARY
PARTNER

 $\begin{array}{lll} PLACE: RAIPUR & PLACE: RAIPUR \\ DATED: 07.05.2011 & DATED: 07.05.2011 \end{array}$

AUDITORS'CERTIFICATE

We have examined the attached Cash flow Statement of M/s Sarda Energy Limited for the year ended 31st March,2011. The statement has been prepared by the Company is in agreement with the corresponding Balance Sheet of the company.

PLACE: RAIPUR
DATED: 07.05.2011
Chartered Accountants
FRN: 010779C

Sd/-(VIVEK BEGANI) PARTNER M. No. 403743

SARDA ENERGY LIMITED SCHEDULES "A" TO "G" FORMING PART OF THE BALANCE SHEET

(Amount in Rs.)

		(Amount in Rs.)	
Particulars	AS AT	As at	
	31.03.2011	31.03.2010	
SCHEDULE "A"			
SHARE CAPITAL			
Authorised :			
10,00,000 Equity Share of Rs. 10/- each	10,000,000	10,000,000	
	10,000,000		
Total	10,000,000	10,000,000	
Issued, Subscribed & Paid up Capital:			
50,000 Equity Shares of Rs. 10/- each fully paid up	500,000	500,000	
(P. Y. 50,000 Equity Shares of Rs. 10/- each)			
Share Application money pending allotement	230,042,520	66,910,000	
Total	230,542,520	67,410,000	
SCHEDULE "B"			
Reserve and Surplus			
Opening Balance	-	-	
Add : Profit / (Loss) during the year	-	-	
Total	-		
SCHEDULE "D"			
Pre-Operative Expenses			
Audit Fees	26,472	15,442	
Professional fees	5,363,778	2,655,931	
Salary	11,806,371	8,779,068	
Bank Charges	43,326	22,270	
Canteen Expenses	569,294	424,637	
Commitment Charges	1,525,000	1,525,000	
· ·			
Electricity Charges	26,600	6,650	
Interest On Others	39,461	38,253	
Legal Expenses	1,032,356	998,926	
Misc Expenses	445,395	247,317	
Postage & Telegrams	9,738	6,386	
Printing & Stationery	228,603	150,121	
Rent	4,059,307	2,719,196	
Repair & Maintenance (Building)	133,822	105,228	
Repair & Maintenance (Others)	78,422	36,859	
Vehicle Repairs & Maintanance	1,286,988	1,032,567	
Fringe Benefit Tax (for earlier years)	70,000	70,000	
Telephone Charges	278,254	185,642	
Travelling Exp (Others)	475,714	350,549	
Loss on Sale of Assets	394,545	394,545	
Depreciation	1,080,143	861,330	
Social Welfare	135,000	-	
Total	29,108,588	20,625,917	

SCHEDULE "C"

PARTICULARS		GROSSE	BLOCK		DEPRECIATION			NET BLOCK		
	As on	Additions	Transfer	As on	Up to	Dep. For	Transfer	As on	As on	As on
	01.04.2010			31.03.2011	01.04.2010	Year 10-11		31.03.2011	31.03.2011	31.03.2010
A: - LAND										
Freehold land	24,883,111	43,772,340	-	68,655,451	-	-	-	-	68,655,451	24,883,111
	24,883,111	43772340	-	68,655,451	-	-	-	-	68,655,451	24,883,111
B :-Vehicle										
Y 1 Ch (CC) (Y) (T())	001050			004.000		10=000			250 (20	400.00
Honda City (CG04HA-6760)	806,250	-	-	806,250	322,323	125,289	-	447,612	358,638	483,927
Hero Honda Spl + CG11B 2551	45,000	-	-	45,000	17,825	7,036	-	24,861	20,139	27,175
Hero Honda Spl + CG11B 0899	45,000	-	-	45,000	19,599	6,577	-	26,177	18,823	25,402
TOTAL (B)	896,250	-	-	896,250	359,747	138,901	-	498,649	397,601	536,504
C :- Office Equipment										
Mobile Hand Set	39,980	-	-	39,980	10,073	4,160	-	14,233	25,747	29,907
Mobile Hand Set	29,980	-	-	29,980	6,688	3,240	-	9,928	20,052	23,292
Photo Copy Machine+Stabaliser	55,125	-	-	55,125	14,197	5,693	-	19,890	35,235	40,928
L G Refrigretor	8,650	-	-	8,650	2,188	899	-	3,087	5,563	6,462
Cooler, Office Table, Chair Revolving (9,580	-	-	9,580	2,452	992	-	3,444	6,136	7,128
Cot	6,200	-	-	6,200	1,678	629	-	2,307	3,893	4,522
Projector	80,500	-	-	80,500	16,322	8,927	-	25,249	55,251	64,178
Dish T V	4,000	-	-	4,000	890	433	_	1,323	2,677	3,110
Steel Almirah	16,440	-	-	16,440	3,937	1,739	_	5,676	10,764	12,503
Cooleers (2Nos)	8,000	-	_	8,000	6	1,112	-	1,118	6,882	7,994
Hevells Fresh Air Fan	1,100	-	_	1,100	6	152	-	158	942	1,094
Gyser	4,500	-	_	4,500	26	622	-	648	3,852	4,474
Hevells Fresh Air Fan	1,300	-	_	1,300	43	175	_	218	1,082	1,257
Bajaj Celling Fan 6 Nos.	6,600	-	_	6,600	234	886	_	1,120	5,480	6,366
Air Conditoner	34,000	_	_	34,000	1,205	4,562	_	5,767	28,233	32,795
Aqua Guard infinty 1 Nos	-	9,590	_	9,590	-	545	_	545	9,045	-
TOTAL (C)	305,955	9,590	_	315,545	59,945	34,765	_	94,710	220,835	246,010
D :- Computer & Peripherals	000,,000	7,070		010,010	07/2 =0	0 2,1 00		, _,,		
Computer 17 TFT Moniter 4 Nos	129,200	_	_	129,200	74,872	21,731	_	96,603	32,597	54,328
Computer 19 TFT Moniter 1 Nos+UP		_	_	31,500	20,181	4,528	_	24,709	6,791	11,319
Switch 24 Port	19,240	_	_	19,240	11,061	3,272	_	14,333	4,907	8,179
H P laser Multifunction Printer	16,800	_	_	16,800	10,299	2,600	_	12,899	3,901	6,501
1522 NF HP Laser Printer	22,500		_	22,500	11,722	4,311	_	16,033	6,467	10,778
Printer Laser jet Mono	7,072	_	_	7,072	4,066	1,202	_	5,268	1,804	3,006
Tally Software	16,200	_	_	16,200	1,136	6,026	_	7,162	9,038	15,064
UPS 500	7,800	_	_	7,800	4,110	1,476	_	5,586	2,214	3,690
Total of D	250,312	-	- -	250,312	137,446	45,146	-	182,593	67,719	112,865
GRAND TOAL	26,335,628	43,781,930	-	70,117,558	557,138	218,811	-	775,951	69,341,607	25,778,490

SCHEDULE "E" CURRENT ASSETS, LOANS AND ADVANCES

(1) Cash and Bank Balance		(Amount in Rs.)			
Particulars	AS AT	As At			
	31.03.2011	31.03.2010			
Balance with Scheduled Banks					
In Current Accounts	150,765	323,798			
Total	150,765	323,798			
(2) Loans & Advances (Unsecured and considered good) Particulars AS AT As At					
1 atticulats	31.03.2011	31.03.2010			
Advances recoverable in cash or in kind or for value to be received:	02000202				
To Employees	498,722	58,003			
To Suppliers & Consultants	209,630	209,630			
To Others	132,687,019	21,759,877			
Security Deposit against Rent	13,500	13,500			
Total	133,408,871	22,041,010			

SCHEDULE "F" CURRENT LIABILITIES AND PROVISIONS

Particulars	AS AT	As At
	31.03.2011	31.03.2010
Current Liabilities		
Sundry Creditors	1,197,393	1,188,572
TDS Payable	181,589	148,053
Other Liabilities	13,272	-
Total	1,392,254	1,336,625
Provisions		
Audit Fees Payable	11,030	7,721
Salary Payable	134,727	99,032
Provision for Expenses	93,800	80,337
Total	239,557	187,090

SARDA ENERGY LIMITED SCHEDULE G: SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

I. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Preparation of Financial Statements

The accounts of the Company are prepared under the historical cost convention using the accrual method of accounting in accordance with the generally accepted accounting principles in India, mandatory accounting standards as specified in the Companies (Accounting Standards) Rules, 2006 and the relevant provisions of the Companies Act, 1956.

2. Use of Estimates

The preparation of financial statements, in conformity with Generally Accepted Accounting Principles, requires the management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosures of contingent liabilities as at the date of financial statement and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

3. Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

4. Preliminary Expenses

Preliminary Expenses will be amortized over a period of 5 years starting from the Financial Year from which commencement of commercial operations of the company will begin.

II. NOTES TO THE ACCOUNTS

- 1. Contingent liability not provided for is Rs. Nil (Previous Year: Rs. Nil).
- 2. The company has not received any memorandum (as required to be filed by the suppliers with the notified authority under the Micro, Small and Medium Enterprises development Act, 2006) claiming their status as on 31st March,2011 as micro, small or medium enterprises. Consequently the amount paid/payable to these parties during the year is nil.
- 3. Value of imports on CIF Basis is Rs. Nil (Previous year: Rs. Nil)
- 4. Expenditure in foreign currency is Rs. Nil (Previous year: Rs. Nil)
- 5. Earnings in foreign currency is Rs. Nil (Previous year: Rs. Nil)
- 6. As there is no timing difference, deferred tax asset/liability has not been provided for in the books of account.

7. Related Party Transactions:

The details of related parties & nature of relationship are given below:

(i) Name of Related Parties and description of relationship: -

Sl. No.	Description of Relationship	Name of Related Parties	
1.	Key Managerial Personnel	Mr. K.K. Sarda - Director Mrs. Uma Sarda - Director Mr. Pankaj Sarda - Director	
2.	Holding Company	M/s. Sarda Energy & Minerals Limited	
3.	Related Enterprises where significant influence exist	M/s. Rishabh Mining and Transport Co. Pvt. Ltd.	

(ii) Material Transaction with Related Parties

Particulars	Holding Company	Related Enterprises	
Share Application Money	16,30,70,000		
Received	(3,33,10,000)		
Rent Paid		13,13,011	
		(13,13,011)	
Outstanding as on 31.03.2011			
Share Application Money	22,99,80,000		
	(6,69,10,000)		
Sundry Creditors	78,203	11,81,710	
	(6,862)	(11,81,710)	

Note: Figures in Bracket represents Previous Year Figures.

- 8. Earnings per Share cannot be worked out since there is no Profit/Loss during the financial year.
- 9. Previous year figures have been regrouped/rearranged wherever necessary.
- 10. The Company is a Wholly Owned subsidiary of Sarda Energy & Minerals Limited.

AS PER OUR REPORT OF EVEN DATED

FOR, BEGANI & BEGANI ON BEHALF OF THE BOARD OF DIRECTORS

CHARTERED ACCOUNTANTS

FRN:010779C

Sd/- Sd/- Sd/- Sd/VIVEK BEGANI (K. K. SARDA) (PANKAJ SARDA) (MANISH SETHI)
PARTNER DIRECTOR DIRECTOR COMPANY SCRETARY
M.No.: 403743

PLACE: RAIPUR PLACE: RAIPUR DATE: 07.05.2011 DATE: 07.05.2011

SARDA ENERGY LIMITED

Information pursuant to part IV of Schedule VI to the Companies Act 1956 Balance Sheet Abstract And Company's General Profile

I Registration Details

Registration No. : 181394 State Code : 11

Balance Sheet Date : 31.03.2011

II Capital Raised During the Year (Amount in Rs.'000)

Public Issue : - Right Issue : - Bonus Issue : - Private Placement : -

III Position of Mobilization and Deployment of Fund (Amount in Rs. '000)

Sources of Fund

Paid up Capital : 230,542.52 Reserves & Surplus : -

Secured Loan : - Unsecured Loan : -

Deferred Tax Liability:

Application of Funds

Net Fixed Assets : 98,450.19 Investments : -

Net Currect Assets : 131,927.83 Misc. Expenditure : 164.50

IV Performace of the Company (Amount in Rs.'000)

Turnover : - Total Expenditure : - Profit/Loss Before Tax: - Profit/Loss After Tax: -

Earning Per Share : - Dividend Rate : -

V Gereric Name of Three Principal Products/Services of the Company (As per Monetary Terms)

Item Code No. (ITC Cod: Not Applicable Product Description: Not Applicable

As per our Report of even date

ON BEHALF OF BOARD OF DIRECTORS

For, Begani & Begani Charatered Accountants

FRN: 010779C

Sd/- Sd/- Sd/- Sd/-

(VIVEK BEGANI) (K. K. SARDA) (PANKAJ SARDA) (MANISH SETHI)
PARTNER DIRECTOR DIRECTOR COMPANY SECRETARY

M. No. 403743

PLACE: RAIPUR
DATE: 07.05.2011
PLACE: RAIPUR
DATE: 07.05.2011