



TRIBHUVAN HOUSING LIMITED

20th ANNUAL REPORT

2013 - 2014



BOARD OF DIRECTORS

Mr. Yogesh Dave	-	Director
Mr. Vikrant Patil	-	Director
Mr. Aakash Attri	-	Director
Mr. Shoaib Sequeira	-	Additional Director

COMPLIANCE OFFICER

Mr. Yogesh Dave

AUDITORS

M/s. Sarda & Pareek
Chartered Accountants,
Mahavir Apartments, Third Floor,
598, M.G. Road, Near Suncity Cine,
Vile Parle (East), Mumbai - 400 057

REGISTERED OFFICE

10th Floor, Fairlink Centre,
Near Monginis Factory, Off Link Road,
Andheri (W), Mumbai - 400 058,
Maharashtra, India

REGISTRAR & TRANSFER AGENTS

Purva Share Registry (I) Pvt. Ltd.
9, Shiv Shakti Industries, J.R. Boricha Marg,
Opp/ Kasturba Hospital, Lower Parel (E)
Mumbai - 400 011. Phone: [022] 23018261.

BOOK CLOSURE

24-09-2014 to 29-09-2014
(both days inclusive)

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NOTE: Shareholders are requested to bring their copy of the Annual Report with them to the Annual General Meeting.

Notice is hereby given that 20th (**Twentieth**) **Annual General Meeting** of the Members of Tribhuvan Housing Limited will be held on Monday, 29th September, 2014 at 09.00 a.m. at its Registered Office at 1008, Fairlink Center, Near Monginis Factory, Off Link Road, Andheri (West), Mumbai - 400058 to transact the following business: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and the Profit and Loss Account for the Financial Year ended on that date together with the Auditors' and Directors' Report thereon.
2. To appoint Mr. Yogesh Dave, Director of the Company who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint M/s Sarda & Pareek, Chartered Accountants, Mumbai as the Statutory Auditors to hold office from the conclusion of the forthcoming Annual General Meeting to the conclusion of the Twenty Second Annual General Meeting of the Company (subject to ratification of their appointment at every AGM) to be held in the year 2016 and to fix their remuneration.

SPECIAL BUSINESS:

4. To Appoint Mr. Vikrant Patil as a Non Executive Director of the Company.

To consider and if thought fit, to pass following resolution with or without modification(s), as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, Schedule IV of the Companies Act, 2013 and in terms of Clause 49 of the Listing Agreement, Mr. Vikrant Patil (DIN - 03201000), whose candidature has been proposed by a Member of the Company and the Company has obtained consent letter and declaration that he is not disqualified and is eligible to be appointed as an Independent Director of the Company, be and is hereby appointed as a Non Executive Independent Director of the Company for term of 5 consecutive years commencing from this Annual General Meeting till the conclusion of Annual General Meeting of the Company to be held in the calendar year 2019 and he shall not be liable to retire by rotation."

5. To Appoint Mr. Aakash Attri as a Non Executive Director of the Company.

To consider and if thought fit, to pass following resolution with or without modification(s), as an Ordinary Resolution:

pursuant to provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, Schedule IV of the Companies Act, 2013 and in terms of Clause 49 of the Listing Agreement, Mr. Aakash Attri (DIN - 06636960), whose candidature has been proposed by a Member of the Company and the Company has obtained consent letter and declaration that he is not disqualified and is eligible to be appointed as an Independent Director of the Company, be and is hereby appointed as a Non Executive Independent Director of the Company for term of 5 consecutive years commencing from this Annual General Meeting till the conclusion of Annual

General Meeting of the Company to be held in the calendar year 2019 and he shall not be liable to retire by rotation.”

6. To Appoint Mr. Sohaib Sequeria as a Non Executive Director of the Company.

To consider and if thought fit, to pass following resolution with or without modification(s), as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, Schedule IV of the Companies Act, 2013 and in terms of Clause 49 of the Listing Agreement, Mr. Sohaib Sequeria (DIN - 06610911), whose candidature has been proposed by a Member of the Company and the Company has obtained consent letter and declaration that he is not disqualified and is eligible to be appointed as an Independent Director of the Company, be and is hereby appointed as a Non Executive Independent Director of the Company for term of 5 consecutive years commencing from this Annual General Meeting till the conclusion of Annual General Meeting of the Company to be held in the calendar year 2019 and he shall not be liable to retire by rotation.”

By Order of the Board

--SD--

Mr. Yogesh Dave
Director
 DIN: 02042550

--SD--

Mr. Vikrant Patil
Director
 DIN: 03201000

Date: 01-09-2014

Place: Mumbai

Registered Office:

10th Floor, Fairlink Centre,
 Near Monginis Factory, Off Link
 Road, Andheri (W), Mumbai - 400
 058, Maharashtra, India

NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting (the meeting) is entitled to appoint a proxy to attend and vote instead of herself/himself and a proxy need not be a Member of the Company.
2. The proxy form should be deposited at the Registered Office of the Company not less than 48(forty eight) hours before the commencement of the meeting.
3. Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the meeting.
4. For the convenience of the Members, an Attendance Slip is annexed to the Proxy Form. Members are requested to affix their signature at the space provided and fill up the particulars and hand over the attendance slip at the place of the Meeting.
5. In case of joint holders attending the meeting, only such joint holder who is higher in order of names will be entitled to vote.
6. The members who hold shares in electronic form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number, in attendance slip for attending meeting.
7. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 24, 2014 to Monday, September 29, 2014 (both days inclusive).
8. The Ministry of Corporate Affairs (MCA), Government of India, had issued the following circulars in green initiative i.e Circular Nos. 17/2011 and 18/2011, dated April 21, 2011 and April 29, 2011 respectively, allowing companies to send official documents to their shareholders electronically as part of its green initiatives in Corporate Governance.

Recognizing the spirit of the circular issued by the MCA, we had proposed to send notices/ documents (i.e., physical annual report of the Company comprising of Balance Sheet, Profit & Loss Account, Directors’ Report, Auditors’ Report etc.) to the email address provided by you with your depositories for those holding shares in demat form.

In this behalf, we are confident that you would appreciate the “Green Initiative” taken by MCA. We solicit your cooperation in helping the Company to implement the e-governance initiatives of the Government. Shareholders who have not updated their email ID till date are requested to kindly update your email address in the following format with your depository participant for Demat holding of shares and with Mr. Yogesh Dave from ‘Tribhuvan Housing Limited’ on the email id - “complianceofficerthl@gmail.com” for physical holding of shares and co-operate with the Company to implement the Green Initiative of the Government.

Name of the member	Son of/ Daughter of/ Wife of	Client ID/ Ledger Folio No.	No. of Shares held	Pan No. (mandatory in case of Demat holders)	E-mail address
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9. The members who still hold share certificate(s) in physical form are advised to dematerialise their shareholding to avail benefits of dematerialisation, which include easy liquidity, since trading is permitted in dematerialized form only, electronic transfer, saving in stamp duty and elimination of any possibility of loss of documents and bad. The Company has appointed M/s. Purva Sharegistry India Pvt. Ltd., Mumbai for handling share transfer job and also for maintaining electronic connectivity with NSDL and CDSL who have allotted ISIN Activation Number as -INE884D01039.

10. **The instructions for members for voting electronically are as under:-**

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on “Shareholders” tab.
- (iii) Now, select the “COMPANY NAME” from the drop down menu and click on “SUBMIT”
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field. • In case the folio number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.
	Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field .

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.

- (xviii) The voting period begins on 24th September, 2014 and ends on 26th September, 2014. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 29th August 2014 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

11. Members The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company.
12. Members Member who hold shares in physical form may nominate a person in respect of all shares held by them whether singly or jointly. Members who hold shares singly are advised to avail nomination facility by filling Nomination Forms in their own interest. Blank forms will be supplied by the Company on request. Members holding shares in Demat form may contact their respective depository participants for recording of nomination.
13. Members The members are requested to kindly send all their correspondence relating to the change of address, transfer of Shares etc. directly to the Company's Registrar & Share Transfer Agents - Universal Capital Securities Private Limited, 21, Shakil Niwas, Opp. Satya Saibaba Temple, Mahakali Caves Road, Andheri (East), Mumbai - 400093, quoting their Folio number and in case their shares are held in dematerialized form, the intimation of Change of address should be passed on to their respective Depository Participants.
14. Disclosures Members desiring any information on the Accounts are requested to write to the Company at least one week before the meeting so as to enable the Management to keep the information ready & replies will be provided at the meeting

15. All the documents referred to in accompanying Notice are open for inspection at the registered office of the Company on all the working days, except Saturdays, Sundays, and holidays between 11.00 a.m. and 1.00 p.m. up to the date of Annual general Meeting.
16. Member who hold shares in physical form may nominate a person in respect of all shares held by them whether singly or jointly. Members who hold shares singly are advised to avail nomination facility by filling Nomination Forms in their own interest. Blank forms will be supplied by the Company on request. Members holding shares in Demat form may contact their respective depository participants for recording of nomination interest. Blank forms will be supplied by the Company on request. Members holding shares in Demat form may contact their respective depository participants for recording of nomination.

By Order of the Board

--SD--

Mr. Yogesh Dave
Director
DIN: 02042550

--SD--

Mr. Vikrant Patil
Director
DIN: 03201000

Date: 01-09-2014

Place: Mumbai

Registered Office:

10th Floor, Fairlink Centre,
 Near Monginis Factory, Off Link
 Road, Andheri (W), Mumbai- 400 058,
 Maharashtra, India

Details of the Directors being appointed/ re-appointed as per listing Agreement is as follows:

Name of Director	Mr. Yogesh Dave	Mr. Vikrant Patil	Mr. Aakash Attri	Mr. Shoaib Sequeira
Date of Birth	11/11/1969	15/01/1976	21/08/1991	16/09/1961
Brief Profile	Business	Business	B.E. in Civil Engineering from Chipkara University	Providing Consultancy Services
Directorships held in other companies (excluding section 25 and foreign companies) as on 31st March, 2014	11	None	None	1
Memberships of committees across companies (includes only Audit & Shareholders'/Investors' Grievance Committee)	3	None	None	1
Shares held in the Company	Nil	Nil	Nil	Nil
Relationship between directors inter-se	Nil	Nil	Nil	Nil

DIRECTORS' REPORT

To,

The Members of the Company,

Your Directors have pleasure in presenting before you the Twentieth Annual Report and the Audited Accounts for the year ended 31st March 2014.

FINANCIAL RESULTS:

The financial performance of the Company for the year ended March 31, 2014 is summarized below:

(₹ in Lakhs)

Particulars	March 31, 2014	March 31, 2013
Sales / Income	-	1.350
Total Expenses	5.526	8.467
Profit before tax	(5.526)	(7.117)
Exceptional Items	-	-
Profit after exceptional Items	(5.526)	(7.117)

FINANCIAL & OPERATIONAL HIGHLIGHTS

Your Company did not carry out any business activities/operations during the year. Management is considering various options of raising financial resources to revive the Business Operations of the Company.

DIVIDEND

In view of the loss incurred by the Company, no dividend is recommended for the year.

DIRECTORS

During the period under review, Mr. Willam Smith retired by rotation in the Annual General Meeting dated 27th September, 2013.

Mr. Aakash Atri was appointed as the Additional Director of the Company in the Board Meeting dated 23rd August, 2013.

It is proposed to appoint Mr. Vikrant Patil (DIN:03201000), Mr. Aakash Attri (DIN:06636960) and Mr. Shoaib Sequeira (DIN: 06610911) as non Executive Independent Director for a fresh period of 5 consecutive years to comply with the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 of Company.

Mr. Yogesh Dave (DIN:02042550) retires by rotation at the forthcoming AGM and being eligible, offers himself for re-appointment.

Brief details of the Directors proposed to be appointed and re-appointed have been incorporated in the Notice for the ensuing Annual general meeting pursuant to Clause 49(iv)(g)(i) of Listing Agreement.

FIXED DEPOSITS

The Company has not accepted any deposit from public under section 58A & 58AA of the Companies Act, 1956.

AUDITORS :

In accordance with the provisions of Section 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, M/s. Sarda Pareek, Chartered Accountants, Mumbai [Firm Registration No. 109262 W] being eligible to be appointed as Statutory Auditors of the Company are recommended by the Board to be appointed as Statutory Auditors of the Company in the ensuing Annual General Meeting of the Company, to hold the office from the conclusion of this Annual General Meeting until the conclusion of the Twenty Second Annual General Meeting of the Company to held in the year 2016 (subject to the ratifications by the members in every year).

AUDITORS' REPORT:

The observations and comments given by Auditors in this report read together with notes to accounts are self explanatory and hence do not call for any further comments under section 217 of the Companies Act, 1956.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to requirement under Section 217(2AA) of the Companies Act, 1956 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- (a) in the preparation of annual accounts for the year ended March 31, 2014, the applicable accounting standards read with requirements set out under Schedule VI to the Companies Act, 1956, have been followed ;
- (b) the Directors have selected such accounting policies and applied consistently and made judgments and estimates made that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year ended period;
- (c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 1956, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities; and
- (d) the Directors have prepared the annual accounts of the Company on a 'going concern' basis.

PARTICULARS OF EMPLOYEES

There was no employee in the Company whose particulars are required to be furnished as per section 217 (2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975 as amended up to date.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING/ OUTGO

The information under section 217(1) (e) of the Companies Act, 1956 on Conservation of Energy, Technology Absorption as required to be disclosed is not applicable to your Company.

During the year under review, the Company has no Foreign Exchange Earnings and Outgo.

CORPORATE GOVERNANCE AND COMPLIANCE

A report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement forms part of the Annual Report. A certificate from Priti J. Sheth & Associates, Company Secretaries confirming Compliance with the conditions of the Corporate Governance as stipulated aforesaid is attached to this Report.

The Company has fully complied with all mandatory requirements prescribed under Clause 49 of the listing agreement. In addition, the Company has also implemented some of the non mandatory provisions of Clause 49.

LISTING

The Equity Shares of the Company is listed on the Stock Exchange at Mumbai, Delhi and Rajkot (Saurashtra).

During the year 2013-2014, the Company has sought approval from the Ahmedabad Stock Exchange for delisting

of its shares.

ACKNOWLEDGEMENT

Your Directors wish to express their sincere appreciation for the co-operation and support received from Banks, shareholders, customers, sub-contractors, suppliers, Officers and other employees of the Company throughout the year.

**For and on behalf of the Board of Directors
TRIBHUVAN HOUSING LIMITED**

By Order of the Board

--SD--

Mr. Yogesh Dave

Director

DIN: 02042550

Date: 13-08-2014

Place: Mumbai

--SD--

Mr. Vikrant Patil

Director

DIN: 03201000

Registered Office:

10th Floor, Fairlink Centre,

Near Monginis Factory, Off Link
Road, Andheri (W), Mumbai - 400
058, Maharashtra, India

MANAGEMENT DISCUSSION AND ANALYSIS

The key issues of the Management Discussion and Analysis are given below.

(a) Industry Structure and Developments

Indian Housing market size is facing challenges like steep hike in input raw material cost, growing rate of interest on loans, inflation and economic environment of the country.

(b) Strength

There are professionals and independent Directors on the Board of the Company who are in the process of developing a strategic roadmap for the company to tap opportunities in the sector.

(c) Comment on Current year’s performance

During the year company did not carry out any operations and posted huge losses in the books. Management is planning to devise a futuristic and strategic roadmap for the company and keeping all operating expenses are under tight control.

(d) Opportunities and Threats

Continuing increase in demand of low housing and slum rehabilitation projects are opportunity of growth to the company.

(e) Segment wise performance

There were no major operations in the company during the year, no segmental results are given.

(f) Outlook

The company will focus on making long term strategic investment in new projects.

(h) Internal control systems and their adequacy

The internal control system has been found to be adequate with the size of the Company and nature of the Business.

(j) Cautionary Statement

Statements in this Management Discussion and Analysis Report, Describing the Company’s outlook, projections, estimates, expectations or predictions may be “Forward looking Statement” within the meaning of applicable securities laws or regulations. Actual results could differ materially from those expressed or implied.

By Order of the Board

--SD--

Mr. Yogesh Dave

Director

DIN: 02042550

--SD--

Mr. Vikrant Patil

Director

DIN: 03201000

Date: 13-08-2014

Place: Mumbai

Registered Office:

10th Floor, Fairlink Centre,
Near Monginis Factory, Off Link
Road, Andheri (W), Mumbai - 400
058, Maharashtra, India

REPORT ON CORPORATE GOVERNANCE

1. COMPANY’S PHILOSOPHY

The Company believes that Corporate Governance and to ensure transparency, fairness and objectivity in an organisation’s functioning, the Company has adopted practices with regard to Corporate Governance and compliance.

2. BOARD OF DIRECTORS

Board Composition and Category:

The Board of Directors of the Company consists of Four Directors. All the 4 are Non-Executive Independent Directors.

The Composition, Category of Directors and their other Directorship and Membership/ Chairmanship of Committees:

Sr. No.	Name of the Director	Category	Number of other		
			Directorships*	Committee Memberships	Committee Chairmanships
1	Mr. Vikrant Patil	Representative of Promoter	01	00	00
2	Mr. Yogesh Dave	Non-Executive Independent Director	11	03	02
3	Mr. Aakash Attrii**	Non-Executive Independent Director	01	01	NIL
4	Mr. Sohaib Sequeria (Appointed on 03-04-2014 as Additional Director)	Non-Executive Independent Director	01	01	NIL

* - includes both Private and Public Limited Companies

** Appointed as Additional Director in the Board Meeting dated 23.08.2013 and Shareholders approval was accorded in the Annual General Meeting dated 27.09.2013.

3. BOARD MEETINGS

During the year, 7 (Seven) Board Meetings were held on 29.05.2013, 13.08.2013, 23.08.2013, 14.11.13, 05.02.2014, 13.02.2014 and 20.03.2014. The Board was presented with the relevant and necessary information. None of the Director is a member of more than 10 committees or acting as Chairman of more than 5 committees across all companies in which he is a Director. The attendance at the Board Meeting during the year and at the last Annual General Meeting was as follows:

SR. NO.	NAME OF DIRECTORS	NO. OF BOARD MEETING	ATTENDENCE AT THE LAST
		ATTENDED	AGM HELD ON 27-09-2013
1	Mr. Vikrant Patil	07	YES
2	Mr. Yogesh Dave	07	YES
3	Mr. William Smith*	NIL	NO
4	Mr. Aakash Attri**	05	YES
5	Mr. Sohaib Sequeira***	Nil	NO

*Retired By rotation as Director in Annual General Meeting dated 27.09.2013.

** Appointed as Additional Director in the Board meeting dated 28.03.2013 and approval of Shareholders was accorded in Annual General Meeting dated 27.09.2013

***Appointed as Additional Director in the Board Meeting dated 03.04.2014.

Changes in Directors

During the year under review, following were the changes in the Composition of Board of Directors:

Mr. Yogesh Dave (DIN: 02042550) being longest in the tenure is retiring by rotation in the forthcoming Annual General Meeting of the Company and, being eligible, offers himself for re-appointment.

Mr. Vikrant Patil (DIN: 03201000), Mr. Aakash Attri (DIN: 06636960) and Mr. Shoaib Sequeira in compliance with the Companies Act and listing Agreement is proposed to be appointed as Independent Directors in the forthcoming Annual General Meeting of the Company for the tenure of 5 years.

Brief details of the Directors being re-appointed have been incorporated in the Notice for the forthcoming Annual General Meeting pursuant to Clause 49(iv)(g)(i) of Listing Agreement.

Code of Conduct

The Company has a Code of Conduct ('code') for the Directors and Senior Management Personnel including all functional heads which is in compliance with the Clause 49 of the listing Agreement.

Further all the Board Members and senior personnel have affirmed compliance with the Code. A declaration to this effect signed by Director of the Company for the year ended 31st March 2014 is as below:

The Company has obtained from all the members of the Board and Senior Management affirmation that they have complied with the Code of Business conduct and Ethics for Directors and Senior Management in respect of the Financial Year Ended 31st March 2013.

Place : Mumbai
Date : 13-08-2014

Yogesh Dave
Director
DIN: 02042550

4. AUDIT COMMITTEE

The Constitution and terms of reference of the committee are in compliance with the requirements of section 177 of the Companies Act, 2013 and Clause 49 of the listing Agreement. The Composition of the Audit committee and details of meetings attended by the members of the Audit Committee are given below:

SR. NO.	DIRECTORS NAME	CATEGORY	NO OF MEETING HELD	NO OF MEETING ATTENDED
1	Mr. Yogesh Dave	Independent Director & Chairman	4	4
2	Mr. Vikrant Patil	Independent Director	4	4
3	Mr. William Smith*	Independent Director	4	NIL
4	Mr. Aakash Attrii**	Independent Director	1	NIL

*Retired by Rotation as Director in the Annual General Meeting dated 27.09.2013

** Appointed as Member of the Audit committee in the Board Meeting dated 14.11.2013

The Audit Committee consists of 3 (Three) Directors. During the year, 4 (Four) Meetings of Audit Committee were held on 21-05-2013, 05-08-2013, 05-11-2013 and 05-02-2014. The Audit Committee was reconstituted once in the year. The Details of Audit Committee meetings held during the year April 2013 to March 2014 and the attendance of the Audit Committee Members are as under:

1. The role of the Audit Committee were widened at the Board Meeting held on 27th May 2014 to comply with the provisions of Companies Act, 2013 and the amended Clause 49 of the Listing Agreement to be effective from 1st october, 2014.
2. During the Financial year 2013-2014 the meeting of Audit Committee was held on 21.05.2013, 05.08.2013, 05.11.2013 and 05.02.2014. The necessary quorum was present for all the meeting.
3. The Audit committee is responsible for the areas specified by Clause 49 of the Listing Agreement and the provisions of the Companies act, 2013 besides other roles as may be referred by the Board of Directors. The Audit Committee has reviewed the Annual financial results, half yearly results and internal working system of the Company and has held discussion with the Stautory Auditors of the Company.

5. NOMINATION AND REMUNERATION COMMITTEE

The Company has a Nomination and remuneration committee of Directors. At the Board Meeting held on 27.05.2014, the nomenclature of Remuneration committee was changed to Nomination and Remuneration Committee and the roles were widened to comply with the provisions of Companies Act, 2013 and the new amended Clause 49 of the Listing Agreement effective from 1st October, 2014

The Constitution and terms of reference of the committee are in compliance with the provisions of the Com-

panies Act, 2013 and Clause 49 of Listing Agreement. The Composition of the Nomination and Remuneration Committee and the details of meetings attended by the members of the Nomination and Remuneration Committee are given below:

The Remuneration Committee consisted of 3 (Three) Directors. During the year, one Meeting was held as on 23.08.2013. The Remuneration committee was re constituted once during the year. The composition of Remuneration Committee during the year April 2013 to March 2014 is as under:

SR. NO.	DIRECTORS NAME	CATEGORY	No. of Meetings held	No. of Meetings attended
1	Mr. Yogesh Dave	Independent Director & Chairman	1	1
2	Mr. Vikrant Patil	Independent Director	1	1
3	Mr. William Smith*	Independent Director	0	0
4	Mr. Aakash Attrii**	Independent Director	0	0

* Retired by rotation in the Annual General Meeting dated 27.09.2013.

** Appointed as the Member of the Remuneration Committee in the Board meeting dated 14.11.2013.

The broad terms of reference of the Nomination & Remuneration Committee are as under:

To approve the annual remuneration plan of the Company;

To approve the remuneration and commission/incentive remuneration payable to the Managing Director and Whole Time Director for each financial year;

To approve the remuneration and annual performance bonus payable to the Chief Financial Officer and the Executive Vice Presidents of the Company for each financial year;

Such other matters as the Board may from time to time request the Remuneration Committee to examine and recommend/approve.

6. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company has a Stakeholders Relationship Committee of Directors to look into the redressal of complaints of Investors such as transfer or credit of shares, non-receipt of dividend/notices/annual reports, etc. The nomenclature of Shareholders and Investor Grievance Committee of Board was changed to Stakeholders Relationship Committee and the roles have been widened to get in line with the provisions of Companies Act, 2013 and the new amended Clause 49 of the Listing Agreement effective from 1st October, 2014 in the Board Meeting held on 27th May, 2014.

The Committee consisted of 3 (Three) Directors. During the year, 2 (one) Board Meeting was held on 05.04.2013 and 02.02.2014. The composition and details of meetings held during the year April 2013 to March 2014 are as follows:

SR. NO	DIRECTOR NAME	CATEGORY	NO OF MEETING ATTENDED HELED	NO OF MEETING ATTENDED
1	Mr. Vikrant Patil	Independent Director & Chairman	2	2
2	Mr. Yogesh Dave	Independent Director	2	2
3	Mr. William Smith*	Independent Director	1	NIL
4	Mr. Aakash Attrii**	Independent Director	1	1

* Retired by rotation in the Annual General Meeting dated 27.09.2013.

** Appointed as the Member of the Stakeholders Relationship Committee in the Board meeting dated 14.11.2013.

The Committee has been delegated authority by the Board to approve transfers / transmission of shares, issue of share certificates etc. The Committee meets as and when there transfers/transmission of shares, or any complaints/ queries of the shareholders need to be attended.

There were no complaints pending as on 31st March 2014.

Half-yearly Transfer Audit and Quarterly Secretarial Audit in terms of the Listing Agreement are regularly carried out by an Independent Practicing Company Secretary.

Details of Investors complaints received and redressed during the year 2013-14 are as follows.

Opening Balance	Received During the year	Resolved during the year	Closing Balance
Nil	Nil	Nil	Nil

COMPLIANCE OFFICER:-

The Company has designated **Mr. Yogesh Dave** as Compliance Officer.

7. GENERAL BODY MEETINGS:

- a. Location and time of previous Annual General Meetings:

The Annual General Meeting (AGMs) of the Company has been held at the following places in the last three years:

YEAR	DATE	TIME	VENUE
2012 - 2013	27-09-2013	09.00 A.M.	Regd. Office : - 1008, Fairlink Centre, Near Monginis Factory, Off Link Road, Andheri (West), Mumbai - 400058
2011 - 2012	27-09-2012	09.00 A.M.	Regd. Office : - 1008, Fairlink Centre, Near Monginis Factory, Off Link Road, Andheri (West), Mumbai - 400058
2010 - 2011	30-09-2011	11.00 A.M.	Regd. Office : - 94, Ahilyapura Main Road, "Vyas Sadan" 2nd Floor, Gorakund Chouraha, Indore (M.P.) - 452003

b. Special Resolution is passed in the Previous Three Annual General Meeting (if yes, details for the Special Resolution)

No Special Resolution is passed in the Previous three Annual General Meeting of the Company.

c. Special Resolution passed last year through Postal Ballot - (if yes, provide details of voting pattern & the person who conducted the postal ballot exercise)

No Special Resolution was passed through Postal Ballot in the last year.

e. Special Resolution is proposed to be conducted through postal ballot (if yes, details of procedure for postal ballot)

No Postal Ballot procedure is in process or is to be proposed.

8. DISCLOSURES:

There were no transactions by the Company with related parties i.e. its Promoters, Directors of Companies or the Management or their relatives during the year which may have potential conflict with interest of the Company at large.

There are minor non-compliances by the Company and also there are no penalties or restrictions imposed on the Company by Stock Exchanges, SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

9. MEANS OF COMMUNICATION:

The periodical unaudited/audited financial results are published in Jantechya Mahanayak (Marathi) and The Asian Age (English) as required under the Listing Agreement. All financial and other vital information is promptly communicated to the stock exchanges on which Company's shares are listed.

The Company is also in process of complying with Clause 54 of the Listing Agreement whereby the Company has started the procedure to update its website containing basic information about the Company e.g details of business, financial information, shareholding pattern, compliance with corporate governance, contact information of the designated officials of the company who are responsible for assisting and handling investor grievances.

10. GENERAL INFORMATION FOR SHAREHOLDERS:

(a) Annual General Meeting:

Day, Date and Time : Monday, 29th September, 2014 at 09.00 AM
 Venue : 1008, Fairlink Center, Near Monginis Factory, Off Link Road,
 Andheri (West), Mumbai – 400058, Maharashtra, India.

(b) Financial Calendar for respective Quarter ending (Tentative and subject to Change):

1	Results for the Quarter ended 30th June 2014	By beginning of August 2014
2	Results for the Quarter ended 30th September 2014	By beginning of November 2014
3	Results for the Quarter ended 31st December 2014	By beginning of February 2015
4	Results for the Quarter and Year ended 31st March 2015	By end of May 2015
5	Annual General Meeting for the year ended 31st March 2015	By end of September 2015

(c) Date of Book Closure:

The Register of Members and Share Transfer Books are closed keeping in view the proposed dates of annual general meeting. For the year reference the above registers/books would be closed from Wednesday, September 24, 2014 to Monday September 29, 2014 both days inclusive and was notified accordingly.

(d) Dividend:

The Board of Directors of the Company has not recommended any dividend for the year.

(e) Listing Details:

The Equity Shares of the Company is listed on the Stock Exchange at Mumbai, Delhi and Saurashtra Kutch Stock.

(f) Scrip Code:

BSE - 531703

(g) ISIN for Dematerialization of Equity Shares:

INE884D01039

(h) Market price data:

During the year from 01-04-2013 to 31-03-2014 the Equity Shares have been traded on BSE which can be seen on the website of Bombay Stock Exchange i.e. www.bseindia.com.

Months	TRIBHUVAN HOUSING LIMITED Stock Price (in ₹)	
	High Price	Low Price
April 2013	0.26	0.21
May 2013	0.28	0.22
June 2013	0.27	0.24
July 2013	0.31	0.28
August 2013	0.30	0.16
September 2013	0.16	0.10
October 2013	0.14	0.11
November 2013	0.13	0.07
December 2013	0.14	0.08
January 2014	0.20	0.11
February 2014	0.34	0.21
March 2014	0.41	0.32

(i) Registrar and Transfer Agent:

M/s. Purva Share Registry (I) Pvt. Ltd., Mumbai has been appointed as a common agency for both physical and Electronic Connectivity for dematerialisation of shares. Further, for the convenience of our investors, transfer requests, investor's complaints/grievances, etc. may be directly sent to them.

(j) Investor Grievance Redressal System

For any complaints relating to non-receipt of shares after transfer, transmission, change of address, mandate etc., dematerialisation of shares, Annual Report, non-receipt of Annual Report, non-receipt of dividend etc., the complaint should be forwarded to:

Purva Share Registry (I) Pvt. Ltd.

9, Shiv Shakti Industries, J.R. Boricha Marg,

Opp/ Kasturba Hospital, Lower Parel (E)

Mumbai - 400 011. Phone : [022] 23018261.

In order to redress the Investors Complaints, the Company has already been registered with SCORES (SEBI Complaints Redress System).

(k) Share Transfer System:

Equity shares sent for transfer in physical form are normally registered by our Registrar and Share Transfer Agent within 15 days of receipt of documents, if documents are found in order. Share under objection are returned within 2 weeks. The Company has a Shareholders/Investors Grievance Committee who looks after share transfer job by meeting at regular intervals depending upon the receipt of the shares for transfer.

The Company has designated an email id complianceofficerthl@gmail.com for the purpose of registering complaints by the Investors in accordance with clause 47(f) of the Listing Agreement.

Statement Showing Shareholding Pattern

Table (I)(a)								
Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of (A+B) 1	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)= (VIII)/(IV)*100
(A)	Shareholding of Promoter and Promoter Group²							
1	Indian							
(a)	Individuals/ Hindu Undivided Family	1	983331	983331	1.96	1.96	0	0.00
(b)	Central Government/ State Government(s)	0	0	0	0.00	0.00	0	#DIV/0!
(c)	Bodies Corporate	1	7389255	7389255	14.76	14.76	0	0.00
(d)	Financial Institutions/ Banks	0	0	0	0.00	0.00	0	#DIV/0!
(e)	Any Others(Specify)	0	0	0	0.00	0.00	0	#DIV/0!
(e-i)	Directors	0	0	0	0.00	0.00	0	#DIV/0!
(e-ii)	Director Relatives	1	41650	0	0.08	0.08	0	0.00
(e-iii)	Person Acting in Concern	0	0	0	0.00	0.00	0	#DIV/0!
	Sub Total(A)(1)	3	8414236	8372586	16.81	16.81	0	0.00
2	Foreign							
a	Individuals (Non-Residents Individuals/ Foreign Individuals)	0	0	0.00	0.00	0	#DIV/0!	
b	Bodies Corporate	0	0	0	0.00	0.00	0	#DIV/0!
c	Institutions	0	0	0	0.00	0.00	0	#DIV/0!
d	Qualified Foreign Investor	0	0	0	0.00	0.00	0	#DIV/0!
e	Any Others(Specify)	0	0	0	0.00	0.00	0	#DIV/0!
e-i		0	0	0	0.00	0.00	0	#DIV/0!
e-ii		0	0	0	0.00	0.00	0	#DIV/0!

	Sub Total(A)(2)	0	0	0	0.00	0.00	0	#DIV/0!
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	3	8414236	8372586	16.81	16.81	0	0.00
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/ UTI	0	0	0	0.00	0.00		
(b)	Financial Institutions / Banks	0	0	0	0.00	0.00		
(c)	Central Government/ State Government(s)	0	0	0	0.00	0.00		
(d)	Venture Capital Funds	0	0	0	0.00	0.00		
(e)	Insurance Companies	0	0	0	0.00	0.00		
(f)	Foreign Institutional Investors	2	5661095	5661095	11.31	11.31		
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00		
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(i)	Any Other (specify)	0	0	0	0.00	0.00		
(i-i)		0	0	0	0.00	0.00		
(i-ii)		0	0	0	0.00	0.00		
	Sub-Total (B)(1)	2	5661095	5661095	11.31	11.31		
B 2	Non-institutions							
(a)	Bodies Corporate	91	6294526	6294526	12.57	12.57		
(b)	Individuals	0	0	0	0.00	0.00		
I	Individuals - i. Individual shareholders holding nominal share capital up to ₹ 1 lakh	2220	12437187	12314687	24.84	24.84		
II	ii. Individual shareholders holding nominal share capital in excess of ₹ 1 lakh.	56	15865796	15865796	31.69	31.69		
(c)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(d)	Any Other (specify)	0	0	0	0.00	0.00		
(d-i)	NRI (Repat & Non Repat)	22	738081	738081	1.47	1.47		
(d-ii)	OCB's	0	0	0	0.00	0.00		
(d-iii)	Trust	0	0	0	0.00	0.00		

(d-iv)	Hindu Undivided Family	86	655979	655979	1.31	1.31		
(d-v)	Employee	0	0	0	0.00	0.00		
(d-vi)	Clearing Members	1	100	100	0.00	0.00		
	Sub-Total (B)(2)	2476	35991669	35869169	71.89	71.89	0	
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	2478	41652764	41530264	83.19	83.19		
	TOTAL (A)+(B)	2481	50067000	49902850	100.00	100.00		
(C)	Shares held by Custodians and against which Depository Receipts have been issued							
1	Promoter and Promoter Group	0	0	0		0.00	0	#DIV/0!
2	Public	0	0	0		0.00	0	#DIV/0!
	Sub-Total (C)	0	0	0		0	0	#DIV/0!
	GRAND TOTAL (A)+(B)+(C)	2481	50067000	49902850		100	0	0.00

m. Distribution of Shareholding as on March 31, 2014 is as follows:

Share holding of Nominal Value	No. of Shareholders	% of Total no. of Shareholders	Amount (in Rs)	% to Total Capital
Up to 5000				
5001 to 10000				
10001 to 20000				
20001 to 30000				
30001 to 40000				
40001 to 50000				
50001 to 100000				
100001 and above				
TOTAL				

(m) Green Initiatives:

The Ministry of Corporate Affairs (MCA), Government of India, had issued the following circulars in green initiative i.e Circular Nos. 17/2011 and 18/2011, dated April 21, 2011 and April 29, 2011 respectively, allowing companies to send official documents to their shareholders electronically as part of its green initiatives in Corporate Governance.

Recognizing the spirit of the circular issued by the MCA, we had proposed to send notices/ documents (i.e., physical annual report of the Company comprising of Balance Sheet, Profit & Loss Account, Directors’ Report, Auditors’ Report etc.) to the email address provided by you with your depositories for those holding shares in demat form. In this behalf, we are confident that you would appreciate the “Green Initiative” taken by MCA. We solicit your cooperation in helping the Company to implement the e-governance initiatives of the Government.

Shareholders who have not updated their email ID till date are requested to kindly update your email address in the following format with your depository participant for Demat holding of shares and with Mr. Yogesh Dave from ‘Tribhuvan Housing Limited’ on the email id – “complianceofficerthl@gmail.com” for physical holding of shares and co-operate with the Company to implement the Green Initiative of the Government.

Name of the member	Son of/Daughter of/ Wife of	Client ID/ Ledger Folio No.	No. of Shares held	Pan No. (mandatory in case of Demat holders)	E-mail address
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(n) Dematerialisation of Shares and Liquidity:

The Equity Shares of the Company are available for dematerialisation under the Depository System operated by Central Depository Services (India) Limited as well as National Securities Depository Limited. The percentage of shares in Demat form as on 31.03.2014 is 99.67%.

(o) Plant Location:

The company does not have any manufacturing and processing plant.

(p) Address for correspondence:

10th Floor, Fairlink Centre,
 Near Monginis Factory, Off Link Road,
 Andheri (W), Mumbai – 400 058,
 Maharashtra, India

10. CERTIFICATION WITH RESPECT TO FINANCIAL STATEMENT

The Director of the Company has furnished a certificate to the Board of Directors of the Company with respect to accuracy of financial statements and adequacy of internal controls and compliance of Clause 49 as required under the Listing Agreement.

Director's Certification:

To
The Board of Directors,
Tribhuvan Housing Limited
Mumbai

I, Yogesh Dave, Director of Tribhuvan Housing Limited, do hereby certify that:-

- a. I have reviewed the Financial Statements and the Cash Flow Statement of the Company for the year 2013-2014 and to the best of my knowledge, information and belief:
 - i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable Laws and regulations.
- b. There are, to the best of my knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's Code of Conduct.
- c. The company's other certifying officers and I, are responsible for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and I have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.
- d. I have indicated to the Auditors and the Audit Committee that :
 - i) there are no significant changes in internal control over financial reporting during the year;
 - ii) there are no significant changes in accounting policies during the year,
 - iii) no fraudulent instance has come to light so far.

Place : Mumbai

Dated: 13-08-2014

Yogesh Dave

Director

DIN: 02042550

**CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE
UNDER CLAUSE 49 OF LISTING AGREEMENT**

To,
**The Members,
Tribhuvan Housing Limited,**

We have reviewed the records concerning the Company's compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement entered into, by the Company, with the Stock Exchanges of India, for the Financial Year ended on 31st March 2014.

The compliance of Corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the Guidance Note on certification of Corporate Governance and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliances of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the Company.

We have conducted our review on the basis of the relevant records and documents maintained by the Company and furnished to us for the review, and the information and explanations given to us by the Company.

Based on such a review and to the best of our information and according to the explanations given to us, we certify that the Company has substantially complied with the conditions of Corporate Governance as stipulated in the Clause 49 of the above mentioned Listing Agreement and there are only minor non compliances like 1. There is no company secretary appointed and 2. The company doesnot have a functional website. Further, were no investor grievances pending against the Company as on 31st March, 2014.

We further state that, such compliance is neither an assurance as to the future viability of the Company, nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

PLACE: Mumbai

DATE: 13-08-2014

FOR PRITI J. SHETH & ASSOCIATES

COMPANY SECRETARIES

Sd/-

PRITI J. SHETH

PROPRIETOR

FCS No.: 6833

CP No.: 5518

INDEPENDENT AUDITOR'S REPORT

To The Members of TRIBHUVAN HOUSING LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **TRIBHUVAN HOUSING LIMITED** ('the company') which comprise the Balance Sheet as at March 31st, 2014, and the Statement of Profit and Loss Account for the year ended, and a summary of significant accounting policies and other explanatory information.

Management Responsibility for the Financial Statement

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance in accordance with the Accounting standards referred to in sub section (3C) of section 211 of the Companies Act, 1956 (The Act). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 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. The auditor cannot comment on the internal internal control relevant for the preparation and fair presentation of the financial statements. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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.

Opinion

In our opinion and to the best of our information and according to explanation given to us, the financial statements give the information required by the Companies Act, 1956 in the manner so required and give true and fair view in conformity with the accounting principles generally accepted in India:

- (a) In case of Balance sheet, of the state of affairs of the company as at March 31, 2014;
- (b) In case statement of Profit & Loss , of the "loss" for the year ended 31st March 2014.
- (c) In case of Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements:

1. As required by the Companies (Auditor's Report) Order 2003 (as Amended) issued by the Central Government in terms of sub-section (4A) of section 227 of the Companies Act, 1956 and on the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of audit, we set out in the Annexure, a statement on the matters specified in paragraph 4 & 5 of the order.
2. As required by section 227(3) of the Companies Act, 1956, we report that:
 - (a) We have obtained all the information and explanation, which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - (b) In our opinion, proper books of accounts as required by the law have been kept by the company so far as it appears from our examination of the books.
 - (c) The balance sheet & Statement of Profit & Loss and cash flow statement dealt with by this Rare in agreement with the books of accounts.
 - (d) In our opinion, the balance sheet, statement of profit and loss and cash flow statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. ; And
 - (e) On the basis of written representation received from the directors as on March 31, 2014 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a directors in term of clause (g) of sub section 274 of the Companies Act, 1956.
 - (f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company

For **SARDA & PAREEK**

Chartered Accountants

FRN 109262W

Gaurav Sarda

Partner

Memb. No.: 110208

Place: Mumbai

Date: 27 MAY 2014

Tribhuvan Housing Limited 1008, Fairlink Center, Near Monginis Factory, Off Link Road, Andheri (W), Mumbai				
Trial Balance 1-Apr-2013 to 31-Mar-2014				
Particulars	Tribhuvan Housing Limited 1-Apr-2013 to 31-Mar-2014			
	Opening Balance	Transactions		Closing Balance
		Debit	Credit	
Capital Account	50067000.00 Cr			50067000.00 Cr
Reserves & Surplus				
Share Capital	50067000.00 Cr			50067000.00 Cr
Loans (Liability)				
Bank OD A/c				
Secured Loans				
Unsecured Loans				
Current Liabilities	2069196.51 Cr	526588.74	1089141.81	2631749.58 Cr
Duties & Taxes	5281.00 Cr	18561.00	15752.00	2472.00 Cr
TDS-Contractor-Non Company		807.00	807.00	
TDS - Professional Fees (Company)	1348.00 Cr	5392.00	5392.00	1348.00 Cr
TDS-Professional Fees - Individual	3933.00 Cr	12362.00	9553.00	1124.00 Cr
Provisions	30337.00 Cr	64719.00	62472.00	28090.00 Cr
Outstanding Expenses Liabilities	30337.00 Cr	64719.00	62472.00	28090.00 Cr
Sundry Creditors	27304.00 Cr	442413.00	515298.00	100189.00 Cr
Ahmedabad Stock Exchange Ltd		132665.00	132665.00	
Biyani Mittal & Co.		16854.00	16854.00	
BSE Limited		28090.00	28090.00	
Central Depository Services (India) Limited		16854.00	16854.00	
D.J.CORPORATION		20626.00	20626.00	
DJ Logistic Solutions Pvt Ltd		25090.00	25090.00	
K.P.Ghelani & Associates		10000.00	10000.00	
Madhya Pradesh Stock Exchange Limited				
National Securities Depository Limited		16854.00	16854.00	
Prism Partners				

Priti J Sheth & Associates		31336.00	94109.00	62773.00 Cr
Purva Sharegistry (I) P Ltd	12135.00 Cr	48975.00	48975.00	12135.00 Cr
Ramesh Chandra Bagdi & Associates				
Reflect Advertising		79900.00	79900.00	
Sarda & Pareek	15169.00 Cr	15169.00	25281.00	25281.00 Cr
SPCA Consulting Pvt. Ltd.				
Sigrun Realities Limited	2006274.51 Cr	895.74	495619.81	2500998.58 Cr
Suspense A/c				
Fixed Assets				
Investments				
Current Assets		136226.00	126226.00	10000.00 Dr
Opening Stock				
Deposits (Asset)				
Loans & Advances (Asset)		6973.00	6973.00	
Advance Income & FBT Tax		1378.00	1378.00	
T D S A Y 2013-14		1378.00	1378.00	
Advance Others		5595.00	5595.00	
Adv - Ahmedabad Stock Exchange Ltd		5595.00	5595.00	
Adv - Madhya Pradesh Stock Exchange Limited				
Direct Expenses				
Sundry Debtors				
Cash-in-hand		10000.00	10000.00	
Cash		10000.00	10000.00	
Bank Accounts		10000.00		10000.00 Dr
Bk-IDBI-Andheri - 12014		10000.00		10000.00 Dr
Prepaid Expenses		109253.00	109253.00	
Branch / Divisions				
Misc. Expenses (ASSET)				
Preliminary Expenses				
Suspense A/c				
Sales Accounts				
Purchase Accounts				
Direct Incomes				
Direct Expenses				
Administrative Expenses				
Indirect Incomes				

Indirect Expenses		662012.81	109459.74	552553.07 Dr
Administrative Expenses				
Advertisement Charges		80707.00		80707.00 Dr
Appelle Fees - Income Tax				
Assets / Liabilities Written Off				
Audit Fees		16854.00		16854.00 Dr
Bank Charges		617.81	206.74	411.07 Dr
Conveyance				
Courier Charges				
Custodial Charges		84132.00	50424.00	33708.00 Dr
Electricity Charges				
Filing Fees		13836.00		13836.00 Dr
Interest on Custodial Charges		338.00		338.00 Dr
Interest on TDS		323.00		323.00 Dr
Interest & Penalty on Listing Fees		1730.00		1730.00 Dr
Legal & Professional Fees		122360.00		122360.00 Dr
Listing Fees		98155.00	58829.00	39326.00 Dr
Meeting & Function Expenses				
Miscellaneous Exp		15595.00		15595.00 Dr
Office Expenses		1470.00		1470.00 Dr
Postage & Courier		22521.00		22521.00 Dr
Printing & Stationery		25115.00		25115.00 Dr
Prior Period Expenses		115834.00		115834.00 Dr
Professional Fees				
Registrar & Share Transfer Fees		54367.00		54367.00 Dr
Rent Charges				
Repairs & Maintenance Charges				
Short Deduction Collection (TDS)		623.00		623.00 Dr
Telephone Expenses				
Travelling Expenses		3607.00		3607.00 Dr
Website Designing & Development Charges		3828.00		3828.00 Dr
Profit & Loss A/c		52136196.51 Dr		52136196.51 Dr
Grand Total		1324827.55		1324827.55

Balance Sheet as at March 31, 2014

Particulars		Notes	₹ "in Lakhs"	₹ "in Lakhs"
			31-Mar-14	31-Mar-13
I.	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	"1"	500.670	500.670
	(b) Reserves and surplus	"2"	(526.887)	(521.362)
2	Share application money pending allotment		-	-
3	Non-current liabilities			
4	Current liabilities			
	(a) Trade payables	"3"	0.281	0.303
	(b) Other current liabilities	"4"	26.037	20.389
TOTAL			0.100	(0.000)
II.	ASSETS			
1	Non-current assets			
2	Current assets			
	(a) Cash and cash equivalents	"5"	0.100	-
TOTAL			0.100	-
Significant Accounting Policies and Notes to Accounts		"1 to 7"		

As per our attached report even date
 FOR SARDA & PAREEK
 Chartered Accountants
 Firm Registration No. 109262 W

For and on Behalf of Board
 FOR TRIBHUVAN HOUSING LIMITED

CA. Gaurav Sarda
 (PARTNER)
 Membership No. : 110208

Yogesh Dave
 (DIRECTOR)

Vikrant Patil
 (DIRECTOR)

Place : Mumbai
 Date : May 27, 2014

Place : MUMBAI
 Date : May 27, 2014

Statement of Profit & Loss for the Period Ended on 31st March 2014

Particulars		Notes	₹ "in Lakhs"	₹ "in Lakhs"
			31-Mar-14	31-Mar-13
A	CONTINUING OPERATIONS			
	Revenue from operations (gross)		-	-
	Other Income	"6"	-	1.350
	Total Revenue (I)		-	1.350
	Expenses:			
	Other expenses	"7"	5.526	8.467
	Total expenses(II)		5.526	8.467
	Profit before exceptional and extraordinary items and tax (I-II)		(5.526)	(7.117)
	Exceptional items		-	-
	Profit (Loss) for the period		(5.526)	(7.117)
	Earnings per equity share:			
	(1) Basic		(0.011)	(0.014)
	(2) Diluted		(0.011)	(0.014)
Significant Accounting polices and Notes to accounts		"1 to 7"		

As per our attached report even date
 FOR SARDA & PAREEK
 Chartered Accountants
 Firm Registration No. 109262 W

For and on Behalf of Board
 FOR TRIBHUVAN HOUSING LIMITED

CA. Gaurav Sarda
 (PARTNER)
 Membership No. : 110208

Yogesh Dave
 (DIRECTOR)

Vikrant Patil
 (DIRECTOR)

Place : Mumbai
 Date : May 27, 2014

Place : MUMBAI
 Date : May 27, 2014

Notes to financial statements for the year ended March 31, 2014

Note 1 : Share Capital

Particulars	31-Mar-14		31-Mar-13	
	Number	₹ "in Lakhs"	Number	₹ "in Lakhs"
Authorised Equity Shares of ₹ 1/ - each	55000000	550	55000000	550
Issued, Subscribed & Paid up Equity Shares of ₹ 1/ - each fully paid	50067000	501	50067000	501
Total	50067000	501	50067000	501

Note 1.1

Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	31-Mar-14		31-Mar-13	
	Equity Shares		Equity Shares	
	Number	₹ "in Lakhs"	Number	₹ "in Lakhs"
Shares outstanding at the beginning of the year	50,067,000	501	50,067,000	501
Shares Issued during the year	0	0	0	0
Shares bought back during the year	0	0	0	0
Shares outstanding at the end of the year	50,067,000	501	50,067,000	501

Note 1.2

Details of shareholders holding more than 5% shares in the company

Name of Shareholder	As at 31 March 2014		As at 31 March 2013	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Sigrun Realities Limited	7389255	14.76%	7389255	14.76%
Somerset Emerging Opportunity Fund	-	-	-	-
Excel Mercantile Pvt Ltd.	3080000	6.15%	3080000	6.15%
ELM Park Fund Limited	3232700	6.46%	3232700	6.46%

Note 1.3

Rights of Equity Shareholders :-

The Company has only one class of Equity Shares having par value of ₹ 1. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amount.

Notes to financial statements for the year ended March 31, 2014

Note 2 : Reserves & Surplus		₹ "in Lakhs"	₹ "in Lakhs"
Sr.No.	Particulars	31-Mar-14	31-Mar-13
	Profit & Loss A/c		
	Opening balance	(521.362)	(514.245)
	(+) Net Profit/ (Net Loss) for the current year	(5.526)	(7.117)
	(-) Transfer to Reserves	-	-
	Closing Balance	(526.887)	(521.362)
	Total	(526.887)	(521.362)

Note 3 : Trade Payables

Sr.No.	Particulars	31-Mar-14	31-Mar-13
1	Provision for Professional fees	-	0.051
2	Provision for Audit fees	0.169	0.152
3	Provision for Filing Fees	0.112	0.101
	Total	0.281 0.303	

Note 4 : Other Current Liabilities

Sr.No	Particulars	31-Mar-14	31-Mar-13
1	Other Payables	26.037	20.389
	Total	26.037	20.389

Note : 05 Cash & Cash Equivalent

Sr. No	Particulars	31-Mar-14	31-Mar-13
1	Cash-on-Hand		
	Cash Balance	-	-
	Sub Total (A)	-	-
2	Bank Balance		
	In current accounts	0.10	-
	Sub Total (B)	0.10	-
	Total [A + B	0.10	-

Notes to financial statements for the year ended March 31, 2014

Note 06 : Other Income		₹ "in Lakhs"	₹ "in Lakhs"
Sr.No.	Particulars	31-Mar-14	31-Mar-13
1	Sundry Creditors Write Back	-	1.350
	Total	-	1.350

Note 07 : Other Expenses		₹ "in Lakhs"	₹ "in Lakhs"
Sr.No.	Particulars	31-Mar-14	31-Mar-13
1	Preliminary Expenses	-	-
2	Sundry Balance Write Off	-	0.005
3	Payment to Auditors		
	Audit Fees	0.169	0.169
	Filling Fees	0.112	0.112
4	Professional Fees	-	-
5	Miscellaneous Exp.	5.245	8.182
	Total	5.526	8.467

Groupings to Notes to Accounts

Miscellaneous Expenses		₹ "in Lakhs"	₹ "in Lakhs"
Sr.No.	Particulars	31-Mar-14	31-Mar-13
1	Advertisement Charges	0.807	0.623
2	Courier Charges	-	0.001
3	Custodial Charges	0.337	0.169
4	Electricity Charges	-	-
5	Filing Fees	0.026	0.225
6	Interest on TDS	0.003	0.000
7	Office Expenses	0.015	0.002
8	Printing & Stationery	0.251	0.600
9	Registrar & Share Transfer Fees	0.544	0.537
10	Rent Charges	-	-
11	Telephone Expenses	-	-
12	Travelling Expenses	0.036	-
13	Bank Charges	0.004	0.000
14	Listing Fees	0.393	2.173
15	Legal & Professional Fees	1.224	1.622
16	Conveyance	-	0.000
17	Interest & Penalty on Listing Fees	0.017	2.225
18	Website Designing & Development Charges	0.038	0.004
19	Interest On Custodial Charges	0.003	-
20	Postage & Courier	0.225	-
21	Miscellaneous Exp	0.156	-
22	Short Deduction Collection	0.006	-
23	Prior Period Expenses	1.158-	-
	Total	5.245	8.182

Other Current Liabilities

Sr.No.	Particulars	31-Mar-14	31-Mar-13
	Other Payables		
1	Prism Partners	-	-
2	Priti J Sheth & Associates	0.628	-
3	Purva Sharegistry (I) P Ltd	0.121	0.121
4	Sarda & Pareek	0.253	0.152
5	TDS - Professional fees - Company	0.013	0.013
6	TDS - Professional fees - Individual	0.011	0.039
7	BSE Listing Fees	-	-
8	Provision for Rent	-	-
9	Sigrun Realities Limited	25.010	20.063
	Total	26.037	20.389

B. NOTES FORMING PART OF THE ACCOUNTS:

1. Related Party Disclousure

As per explanation given to us by the management, no payment made to related parties according to AS-18 "Related Party Disclousures" issued by ICAI.

2. Preliminary and Share Issue Expenses

Preliminary and share issue expenses are amortized over the period of Ten accounting years.

3. The figures of the previous accounting period are re-grouped, re-classified wherever necessary and are not comparable with the figures of the current accounting year. The figures are rounded to nearest rupees in lacs.

4. In the opinion of the Board of Directors of the Company the sundry debtors, Loans and Advances, sundry creditors are subject to third party confirmation, have a value on realization / payment in the ordinary course of business, at least equal to the amounts at which they are stated and the provisions for all known liabilities are adequately made and are not in excess of the amount reasonably necessary.

5. Taxation

No Provision of taxation has been made during the year

6. There were no employees in the company during the year

7. Payment to Auditors

Particulars	For the Year ended 31st March, 2014	For the Year ended 31st March, 2013
Audit Fees	15000	15000
Tax Audit Fees	0	0
Filling Fees	0	10000
Service Tax	1854	3090
	16854	28090

For and on Behalf of Board
FOR TRIBHUVAN HOUSING LIMITED

Yogesh Dave
(DIRECTOR)

Vikrant Patil
(DIRECTOR)

Place : MUMBAI
Date : May 27, 2014

Note : 9 ACCOUNTING POLICIES AND NOTES ON ACCOUNTS**A. CORPORATE INFORMATION**

Tribhuvan Housing Limited is Real Estate company. The company engaged in the business of construction, sales, purchase of Residential, Commercial Buildings and Farm Houses.

B. SIGNIFICANT ACCOUNTING POLICIES:**1. BASIS OF ACCOUNTING AND PREPARATION OF FINANCIAL STATEMENTS**

The Financial Statements are prepared under the historical cost convention on the basis of going concern and in accordance with the Generally Accepted Accounting Principles in India (GAAP) and provisions of the Companies Act, 1956.

2. USE OF ESTIMATES

The preparation of financial statements are in conformity with generally accepted accounting principles, requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates and the differences between actual results and estimates are recognized in the periods in which the results are known/ materialize.

3. REVENUE RECOGNITION

Income from real estate sales is recognized on the transfer of all significant risks and rewards of the ownership to the buyers and it is not unreasonable to expect ultimate collection.

The Company follows completed contract method of accounting in respect of its construction activity. Under this method profit in respect of units sold is recognized only when the work in respect of the relevant units are completed or substantially completed, which is determined on technical estimates.

The construction and development cost for completion relating to sold units, which are considered for profit are estimated on the basis technical evaluation.

Revenue is recognized when it is earned and no significant uncertainty exists as to its realization or collection.

4. FIXED ASSETS & DEPRECIATION

There are no Fixed Assets with the Company so depreciation is not applicable.

5. EMPLOYEE RETIREMENT BENEFITS :**i) PROVIDENT FUND**

There were no employee during the year so Provident Fund is not applicable.

ii) GRATUITY :

6. INVENTORIES :

There are no inventories with the company.

7. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS (AS-29)

- a. The provisions are recognized and measured by using a substantial degree of estimation.
- b. Contingent liabilities and contingent assets are disclosed after a careful evaluation of the facts and legal aspects of the matter involved in issue.

There were no employee during the year so Gratuity is not applicable.

For and on Behalf of Board
FOR TRIBHUVAN HOUSING LIMITED

Yogesh Dave
(DIRECTOR)

Vikrant Patil
(DIRECTOR)

Place : MUMBAI
Date : May 27, 2014

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2014

PARTICULARS	₹ "in Lakhs"	₹ "in Lakhs"
	31-Mar-14	31-Mar-13
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax & Extraordinary items	(5.526)	(7.117)
Adjustment for :		
Fixed Assets written off	-	-
Investment written off	-	-
Preliminary Exp. written off	-	0.000
Operating Profit before working Capital Changes	(5.526)	(7.117)
Adjustment for:		
(Increase)/ Decrease in Trade and other receivable	-	-
(Increase)/ Decrease in Trade Payables	(0.022)	0.135
(Increase)/ Decrease in Loans and Advances	-	-
(Increase)/ Decrease in Current Liabilities	5.648	6.977
(Increase)/ Decrease in Loans & Advances	-	-
Sub : Total	5.626	7.112
Cash Generated from Operation	0.100	(0.005)
Direct Tax Paid (Including Deferred Tax)	-	-
Net Cash from Operating Activities (Total A)	0.100	(0.005)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Sales/ (Purchases) of Fixed Assets (including capital W.I.P.)	-	-
Sales / (Purchases) of Investment	-	-
Net Cash generated / Used in Investment Activities (Total B)	0.000	0.000
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceed from Issue of Share Capital	-	-
Proceed from Unsecured Loans	-	-
Net Cash Used in financing Activities (Total C)	0.000	0.000
Net Increase in Cash and Cash Equivalents Total (A+B+C)	0.100	(0.005)
Cash and Cash Equi. As at Beginning of the Year	(0.000)	0.005
Cash and Cash Equivalents as at end of year	0.100	(0.000)

As per our attached Report even date
For Sarda & Pareek

For and on Behalf of Board
Tribhuvan Housing Limited

Chartered Accountants

Firm Registration No. 109262 W
CA. Gaurav Sarda

Yogesh Dave
(DIRECTOR)

Vikrant Patil
(DIRECTOR)

(PARTNER)
Membership No. : 110208
Place : Mumbai
Date : May 27, 2014

Place : MUMBAI
Date : May 27, 2014

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TRIBHUVAN HOUSING LIMITED

Regd Off.: 1008, Fairlink Center, Near Monginis Factory, Off Link Road,
Andheri (West), Mumbai - 400 058

CIN: L45201MH1994PLC228982

Twentieth Annual General Meeting

PROXY FORM

I/We, being the member (s) Tribhuvan Housing Limited hold _____ shares of the above named company, hereby appoint

1. Name: _____

Address: _____

E-mail Id: _____ Signature _____, or failing him

2. Name: _____

Address: _____

E-mail Id: _____ Signature _____.

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 20th Annual General Meeting of the company, to be held on the Monday, 29th September, 2014 at the registered Office of the Company at 1008, Fairlink Center, Near Monginis Factory, Off Link Road, Andheri (West), Mumbai – 400058 at 09.00 a.m. and any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution	For	Against
1.	To consider and adopt Audited Financials as on 31st March 2014.		
2.	To Appoint Mr. Yogesh Dave as a Director who retires by rotation and being eligible offers for reappointment.		
3.	Appointment of Auditors and Fixation of their remuneration		
4.	To Appoint Mr. Vikrant Patil as Non Executive Independent Director of the Company.		
5.	To Appoint Mr. Aakash Attri as Non Executive Independent Director of the Company.		
6.	To Appoint Mr. Shoaib Sequeira as Non Executive Independent Director of the Company.		

Signed this..... day of..... 20....

Member's Signature

Signature of 01st proxy

Signature of 02nd proxy

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Affix ₹ 1.00
Revenue
Stamp

-----✂----- Cut from here -----✂-----

TRIBHUVAN HOUSING LIMITED

Regd Off.: 1008, Fairlink Center, Near Monginis Factory, Off Link Road,
Andheri (West), Mumbai - 400 058

CIN: L45201MH1994PLC228982

Twentieth Annual General Meeting

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDENCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Name of the attending Member _____

Member's Folio Number _____

DP ID _____

Client ID _____

Name of the Proxy (In Block Letters) _____

(To be filled in if the Proxy attends instead of the Member)

(No. of Shares held: _____)

I hereby record my presence at the 20th Annual General Meeting of the company at the registered Office of the Company at 1008, Fairlink Center, Near Monginis Factory, Off Link Road, Andheri (West), Mumbai – 400058 to be held on 29th September 2014 or at any adjournment thereof.

Member's / Proxy Signature

Book Post







if undelivered please return to :

TRIBHUVAN HOUSING LIMITED

Regd Off.: 1008, Fairlink Center,
Near Monginis Factory, Off Link Road,
Andheri (West), Mumbai - 400 058

FORM A

Format of covering letter of the annual audit report to be filed with the Stock Exchange

1.	Name of the Company	Tribhuvan Housing Limited.
2.	Annual financial statements for the year ended	March 31, 2014.
3.	Type of Audit observation	Un-qualified.
4.	Frequency of observation	Not qualified as the report is unqualified.
5.	To be signed by-	
	Mr. Vikrant Patil Director	 
	Mr. Shoaib Sequeira Director	 
	M/s. Sarda & Pareek Auditor of the Company	 
	Yogesh Dave Audit Committee Chairman	