

## INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF AUTOMOTIVE SKILLS TRAINING FOUNDATION

#### Report on the Financial Statements

1. We have audited the accompanying financial statements of **Automotive Skills Training Foundation** ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the period ended July 1, 2015 to March 31, 2016, and a summary of the significant accounting policies and other explanatory information

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

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

#### Auditors' Responsibility

3. Our responsibility is to express an opinion on these financial statements based on our audit.
4. We have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements 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.



## INDEPENDENT AUDITORS' REPORT

To the Members of Automotive Skills Training Foundation

Report on the Financial Statements

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

### Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, and its loss and its cash flows for the period ended July 1, 2015 to March 31, 2016 on that date.

### Report on Other Legal and Regulatory Requirements

9. This report does not contain a statement on the matters specified in paragraphs 3 and 4 of 'the Companies (Auditor's Report) Order, 2016' issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act as, in our opinion, and according to the information and explanations given to us, the Order is not applicable in the case of the Company.
10. As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A.



(g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:

i The Company does not have any pending litigations as at March 31, 2016 which would impact its financial position.

ii. The Company did not have any long-term contracts including derivative contracts as at March 31, 2016

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2016.

For Price Waterhouse  
Firm Registration Number: 301112E  
Chartered Accountants



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Jeetendra Mirchandani  
Partner  
Membership Number: 48125

Pune  
June 1, 2016



## **Annexure A to Independent Auditors' Report**

Referred to in paragraph 10 (f) of the Independent Auditors' Report of even date to the members of Automotive Skills Training Foundation on the financial statements for the period ended from July 1, 2015 to March 31, 2016

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### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act**

1. We have audited the internal financial controls over financial reporting of Automotive Skills Training Foundation ("the Company") as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the period ended April 1, 2015 to March 31, 2016.

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditors' Responsibility**

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls Over Financial Reporting**

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that

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## Annexure A to Independent Auditors' Report

Referred to in paragraph 10 (f) of the Independent Auditors' Report of even date to the members of Automotive Skills Training Foundation on the financial statements for the period ended from July 1, 2015 to March 31, 2016

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transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

### Opinion

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

For Price Waterhouse  
Firm Registration Number: 301112E  
Chartered Accountants

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Jeetendra Mirchandani  
Partner  
Membership Number: 48125

Pune  
June 1, 2016

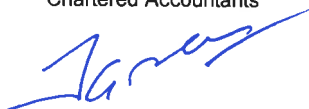
**Automotive Skills Training Foundation  
Balance Sheet**

		<i>Amount in Rs.</i>	
	Note	As at March 31, 2016	As at June 30, 2015
<b>I Equity and Liabilities</b>			
<b>1 Shareholders' funds</b>			
(a) Share capital	3	200	200
(b) Reserves and surplus	4	(608,000)	(408,000)
<b>2 Current liabilities</b>			
Trade payables	5		
(a) total outstanding dues of micro enterprises and small enterprises		-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		608,000	408,000
<b>Total</b>		<b>200</b>	<b>200</b>
<b>II Assets</b>			
<b>1 Current assets</b>			
Cash and bank balances	6	200	200
<b>Total</b>		<b>200</b>	<b>200</b>
Significant Accounting Policies	2		

The notes are an integral part of these financial statements

This is the Balance Sheet referred to in our report of even date.

**For Price Waterhouse**  
Firm Registration Number: 301112E  
Chartered Accountants



**Jeetendra Mirchandani**  
Partner  
Membership No. 48125

**For and on behalf of the Board of Directors**

  
**Arvind Goel**  
Chairman

  
**Deepak Rastogi**  
Director

Place: Pune  
Date: June 1, 2016



Place: Pune  
Date: June 1, 2016

**Automotive Skills Training Foundation  
Statement of Profit and Loss**

*Amount in Rs.*

	Note	For the period ended March 31, 2016	For the period ended June 30, 2015
I Revenue from Operations		-	-
<b>Total revenue</b>		-	-
II Expenses			
Other expenses	7	200,000	200,000
<b>Total expenses</b>		<b>200,000</b>	<b>200,000</b>
III (Loss) before tax		(200,000)	(200,000)
IV Tax expense		-	-
V (Loss) for the period		(200,000)	(200,000)
VI Earnings Per equity share: [Nominal value per share: Rs.10 (June 30, 2015: Rs.10)] Basic and Diluted		(10,000)	(10,000)
Significant Accounting Policies	2		

The notes are an integral part of these financial statements

This is the Statement of Profit and Loss referred to in our report of even date.

**For Price Waterhouse**  
Firm Registration Number: 301112E  
Chartered Accountants

**For and on behalf of the Board of Directors**

  
**Jeetendra Mirchandani**  
Partner  
Membership No. 48125

  
**Arvind Goel**  
Chairman

  
**Deepak Rastogi**  
Director

Place: Pune  
Date: June 1, 2016

Place: Pune  
Date: June 1, 2016



**Automotive Skills Training Foundation  
Cash Flow Statement**

	Period ended March 31, 2016		Period ended June 30, 2015	
<b>A. Cash flow from operating activities</b>				
(Loss) before tax		(200,000)		(200,000)
<b>Adjustments for:</b>				
Increase in Trade Payables	200,000		200,000	
		200,000		200,000
<b>Cash Generated From Operations</b>				
Income Tax paid		-		-
<b>A. Net cash flow from / (used in) operating activities</b>		-		-
<b>B. Cash flow from investing activities</b>		-		-
<b>C. Cash flow from financing activities</b>		-		-
<b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>		-		-
Cash and cash equivalents at the beginning of the period		200		200
<b>Cash and cash equivalents at the end of the period</b>		<b>200</b>		<b>200</b>
<b>Cash and cash equivalents consist of:</b>				
Cash on hand		200		200
Balances with banks		-		-
		<b>200</b>		<b>200</b>

This is the Cash Flow Statement referred to in our report of even date.

**For Price Waterhouse**  
Firm Registration Number: 301112E  
Chartered Accountants



**Jeetendra Mirchandani**  
Partner  
Membership No. 48125

**For and on behalf of the Board of Directors**



**Arvind Goel**  
Chairman



**Deepak Rastogi**  
Director

Place: Pune  
Date: June 1, 2016





**Automotive Skills Training Foundation**  
**Notes forming part of the financial statements**

**1. Corporate Information**

Automotive Skills Training Foundation (the "Company") was incorporated under Section 25 of the Companies Act, 1956.

The primary objective of the company is to impart professional and technical education in the field of automotive and vehicle engineering. During the year, the company has not carried out any operations.

**2. Summary of significant accounting policies**

a) Basis of preparation

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. Pursuant to section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and Recommendation of the National Financial Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply. Consequently, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) [Companies (Accounting Standards) Rules, 2006, as amended] and the other relevant provisions of the Companies Act, 2013.

"The Ministry of Corporate Affairs( MCA) has notified the Companies (Accounting Standards) Amendment Rules, 2016 vide its notification dated 30 March 2016. The said notification read with Rule 3(2) of the Companies (Accounting Standards) Rules, 2006 is applicable to accounting period commencing on or after the date of notification i.e. 1 April 2016"

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle. The Company has ascertained its operating cycle as 12 months for the purpose of current – non current classification of assets and liabilities.

b) Taxation

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in the respective jurisdictions.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the Company reassesses unrecognised deferred tax assets, if any.

c) Provisions and Contingent Liabilities

**Provisions:** Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

**Contingent Liabilities:** Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

d) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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**Automotive Skills Training Foundation**  
Notes forming part of the financial statements

**3. Share capital**

	<i>Amount in Rs.</i>	
	As at March 31, 2016	As at June 30, 2015
<b>Authorised</b> 10,000 (March 31, 2014: 10,000 Equity Shares ) Equity shares of Rs. 10/- each	100,000	100,000
<b>Issued, Subscribed and fully paid up</b> 20 (March 31, 2014: 20 Equity shares ) Equity shares of Rs. 10/- each fully paid.	200	200
<b>Total</b>	<b>200</b>	<b>200</b>

**3a) Reconciliation of the number of shares outstanding at the beginning and at the end of the year**

	As at March 31, 2016	As at June 30, 2015
No of shares outstanding at the beginning of the period		
- Equity shares	20	20
No of shares outstanding at the end of the period		
- Equity shares	20	20

**3 b) Rights, preferences and restrictions attached to shares**

Equity Shares: The company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held.

3 c) Of the above equity shares, 10 shares are held by Tata AutoComp Systems Limited, the holding company. Remaining 10 shares are held by holding company jointly with other individuals.

**3 d) Number of Equity Shares held by Shareholder holding more than 5% of equity shares of the Company**

Name of the Shareholder	Number of Shares Held as on March 31, 2016	% Holding	Number of Shares Held as on June 30, 2015	% Holding
Tata Autocomp Systems Limited	10	50%	10	50%
Tata Autocomp Systems Limited jointly with other individuals	10	50%	10	50%



**Automotive Skills Training Foundation**  
Notes forming part of the financial statements

**4. Reserves and Surplus**

*Amount in Rs.*

	As at March 31, 2016	As at June 30, 2015
<b>Surplus in Statement of Profit and Loss</b>		
Balance as at the beginning of the period	(408,000)	(208,000)
Add:-Loss for the period	(200,000)	(200,000)
<b>Total</b>	<b>(608,000)</b>	<b>(408,000)</b>

**5. Trade payables**

	As at March 31, 2016	As at June 30, 2015
Total outstanding dues of creditors other than micro enterprises and small enterprises (Refer note below)	608,000	408,000
<b>Total</b>	<b>608,000</b>	<b>408,000</b>

Note: As at March 31, 2016, no supplier has intimated the Company about its status as micro or small enterprise or its registration with the appropriate authority under the Micro, Small And Medium Enterprises Development Act, 2006. Accordingly, no amounts have been disclosed under payable to micro and small enterprises.

**6. Cash and bank balances**

	As at March 31, 2016	As at June 30, 2015
<b>Cash and Cash Equivalents</b>		
Cash on hand	200	200
<b>Total</b>	<b>200</b>	<b>200</b>

**7. Other expenses**

	Period Ended March 31, 2016	Period Ended June 30, 2015
Audit Fees	200,000	200,000
<b>Total</b>	<b>200,000</b>	<b>200,000</b>



**Automotive Skills Training Foundation**  
Notes forming part of the financial statements

**8. Earnings per share**

	Period ended March 31, 2016	Period ended June 30, 2015
Profit / (Loss) as per Statement of Profit and Loss (Rs.)	(200,000)	(200,000)
Weighted average number of equity shares	20	20
Earnings per share (Basic and Diluted) (Rs.)	(10,000)	(10,000)
Nominal value of an equity share (Rs.)	10	10

**9. Related Party Disclosures**

**a) Related Party and their Relationship**

Nature of Relationship	Name of the Party
Where control exists	Tata AutoComp Systems Limited – Holding Company

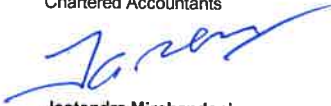
**(b) Transactions with related party**

Particulars	Transaction Value	Closing Balance
Tata AutoComp Systems Limited - Reimbursement of expenses	-	208,000

10. The Company has entered into an agreement with Interiors and Plastics Division (IPD) of its holding company Tata AutoComp Systems Limited (TACO) to provide practical and on the job training to the students pursuing Modular Employable Skills (MES) courses under Skill Development Initiative Scheme (SDIS) of the Government. The agreement is valid for the period of 5 years w.e.f. June 01, 2013. Taking into consideration this agreement and the holding company's commitment to financially support the Company in the foreseeable future, the financial statements have been prepared on a going concern basis.

11. Previous periods' figures have been regrouped / reclassified wherever necessary to correspond with the current period's classification / disclosure.

**For Price Waterhouse**  
Firm Registration Number: 301112E  
Chartered Accountants



**Jeetendra Mirchandani**  
Partner  
Membership No. 48125

Place: Pune  
Date: June 1, 2016

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**For and on behalf of the Board of Directors**



**Arvind Goel**  
Chairman



**Deepak Rastogi**  
Director

Place: Pune  
Date: June 1, 2016