

DIRECTORS' REPORT

**To
The Members**

Your Directors have pleasure in presenting the First Annual Report with the Audited Accounts for the period ended 31st March, 2011.

Financial Results:

(₹ in Lacs)

Particulars	2010-2011
Gross Receipts	6.57
Less : Expenditure excluding Interest and Depreciation	8.90
Gross Profit/(Loss) before Interest and Depreciation	(2.33)
Less : Interest	—
Less : Depreciation	0.12
Profit / (Loss) before Tax	(2.45)
Less : Provision for Taxation	—
Profit / (Loss) After Tax	(2.45)
Balance Carried to Balance Sheet	(2.45)

Operations

The Company was incorporated on 17th August, 2010 and the accounts under review comprise of the period from date on incorporation i.e. 17th August, 2010 to 31st March, 2011. During the period under review, your Company did not undertake any commercial activity and hence, there was no business revenue to be recognized.

Dividend

Your Directors do not recommend any dividend on the equity shares of the Company for the financial year under review.

Directors

Pursuant to the provisions of Section 260 of the Companies Act, 1956 and the Articles of Association, Mr. C. B. Rajeev, Mr. Prafulla K. Sinha, Mr. Gildas Patrick Maire and Mr. Olivier Bruno Noel Morel Jean were appointed as Additional Directors on the Board of the Company. They shall hold office upto the date of the ensuing Annual General Meeting. The Company have received notices under Section 257 of the Companies Act, 1956 from members proposing their candidature for appointment as Directors, liable to retire by rotation.

Mr. Saket Agarwal, a Director of the Company, retires by rotation and being eligible offers himself for re-appointment at the ensuing Annual General Meeting. Your Directors recommend his re-appointment as Director of the Company, liable to retire by rotation.

Directors' Responsibility Statement

As stipulated under Section 217(2AA) of Companies Act, 1956, your Directors subscribe to "Directors' Responsibility Statement" and confirm that:

- i) in the preparation of the Annual Accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;
- ii) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are responsible and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the company for that period;
- iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) the Directors have prepared the accounts on a going concern basis.

Auditors

M/s. S. R. Batliboi & Co., Chartered Accountants (Registration no. 301003E), the Statutory Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting. The Company has received letter from them to the effect that their re-appointment, if made, would be within the prescribed limits under Section 224(1B) of the Companies Act, 1956. Members are requested to appoint the auditors for the current year and to fix their remuneration.

Particulars of Employees

There are no employees who were in receipt of remuneration equal to or exceeding the limits prescribed under section 217(2A) of the Companies Act, 1956 read with The Companies (Particulars of Employees) Rules, 1975. Hence, no particulars have been furnished in this regard.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

During the year under review the Company has not undertaken any business activity and accordingly the Directors have nothing to report regarding conservation of energy and technology absorption.

During the year under review, the Company has not undertaken any business activity and accordingly there were no foreign exchange earnings or outgo.

Acknowledgement

Your Directors place on record their appreciation for the support and co-operation extended by Company's Bankers, Port Trust Officials and the contribution made by the employees of the Company during the year under review.

For and on behalf of the Board

Date: 27.05.2011

Saket Agarwal
Director

Gildas Maire
Director

AUDITORS' REPORT

To
The Members of
The Tuticorin Coal Terminal Private Limited

1. We have audited the attached Balance Sheet of **Tuticorin Coal Terminal Private Limited** ('the Company') as at March 31, 2011 and the Profit and Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. This report does not include a statement on the matters specified in paragraph 4 and 5 of the Companies (Auditor's Report) Order, 2003 (as amended), issued by the Central Government of India, in terms of Section 227(4A) of the Companies Act, 1956, since in our opinion and according to the information and explanations given to us, the said Order is not applicable to the Company.
4. Further to our comments in the Annexure referred to above, we report that:
 - i. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - ii. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - iii. The balance sheet, profit and loss account and cash flow statement dealt with by this report are in agreement with the books of account.
 - iv. In our opinion, the balance sheet, profit and loss account and cash flow statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
 - v. On the basis of the written representations received from the Directors, as on 31st March, 2011, and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March, 2011 from being appointed as a Director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - vi. In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - a) in the case of the balance sheet, of the state of affairs of the Company as at 31st March, 2011;
 - b) in the case of the profit and loss account, of the loss for the year ended on that date; and
 - c) in the case of cash flow statement, of the cash flows for the year ended on that date.

For S. R. Batliboi & Co.
Chartered Accountants
Firm Registration Number: 301003E

per Hemal Shah
Partner
Membership No.:42650

Place: Mumbai
Date : May 27, 2011

BALANCE SHEET AS AT 31ST MARCH, 2011

	Schedule	As At 31st March, 2011 (₹)
SOURCES OF FUNDS		
Shareholders' Fund		
Share Capital	A	1,00,000
Share Application Money Pending Allotment		10,00,00,000
		10,01,00,000
APPLICATION OF FUNDS		
Fixed Assets		
Gross Block	B	49,500
Less : Accumulated Depreciation		12,023
Net Block		37,477
Capital work in progress (includes Capital Advances)		5,02,14,480
		5,02,51,957
Current Assets, Loans and Advances		
Cash and Bank Balances	C	5,77,70,788
Loans and Advances		45,17,091
		6,22,87,880
Less :Current Liabilities and Provisions		
Current Liabilities	D	1,26,85,292
Provisions		-
		1,26,85,292
Net Current Assets		
Profit and Loss Account		2,45,455
		10,01,00,000
Notes To Accounts	H	

The schedules referred to above and notes to accounts form an integral part of the Balance Sheet

As per our report of even date

For S. R. Batliboi & Co.

Chartered Accountants

Firm Registration No.: 301003E

per Hemal Shah

Partner

Membership No.: 42650

Place : Mumbai

Date : 27th May, 2011

For and on behalf of the Board

Saket Agarwal

Director

Gildas Maire

Director

PROFIT AND LOSS ACCOUNT FOR THE PERIOD 17TH AUGUST 2010 TO 31ST MARCH 2011

	Schedule	For the Period 17th August, 2010 to 31st March, 2011 (₹)
INCOME		
Other Income	E	6,57,146
		6,57,146
EXPENDITURE		
Employee Cost	F	50,434
Administrative and Other Expenses	G	8,40,144
Depreciation		12,023
		9,02,601
Loss Before Tax		2,45,455
Less: Provision For Taxation		
- Current		-
- Deferred Tax (Net)		-
Net Loss After Tax		2,45,455
Balance Of Loss Carried Forward		2,45,455
Earning Per Share (Refer Note 1 of Schedule H)		
Loss Per Share Basic and Diluted		39.47
Face Value Per Share		10
Notes To Accounts	H	

The schedules referred to above and notes to accounts form an integral part of the Profit and Loss Account

As per our report of even date

For S. R. Batliboi & Co.

Chartered Accountants

Firm Registration No.: 301003E

per Hemal Shah

Partner

Membership No.: 42650

For and on behalf of the Board

Saket Agarwal

Director

Gildas Maire

Director

Place : Mumbai

Date : 27th May, 2011

CASH FLOW STATEMENT FOR THE PERIOD 17TH AUGUST, 2010 TO 31ST MARCH, 2011

	For the Period 17th August, 2010 to 31st March, 2011 (₹)
CASH FLOWS FROM OPERATING ACTIVITIES	
Profit/ (Loss) before taxation	(2,45,455)
Adjustments for:	
Depreciation	12,023
Operating Profit / (Loss) before working capital changes	(2,33,432)
(Increase) / Decrease in Loans & Advances	(2,10,50,715)
Increase / (Decrease) in Current Liabilities	1,26,85,292
Cash generated from/(used in) operations	(85,98,856)
Tax (Paid) / Refund (net)	(74,376)
Net cash from / (used in) operating activities	(86,73,232)
CASH FLOWS FROM INVESTING ACTIVITIES	
Purchase of fixed assets	(49,500)
Capital work in progress	(5,02,14,480)
Net cash from / (used in) investing activities	(5,02,63,980)
CASH FLOWS FROM FINANCING ACTIVITIES	
Issue of Share Capital	1,00,000
Share Application Money	10,00,00,000
Net cash from / (used in) financing activities	10,01,00,000
Net increase in Cash and Cash Equivalents	4,11,62,788
Cash and cash equivalents at end of period	4,11,62,788
Cash and cash equivalents include :	
Demand Draft on Hand	1,29,33,000
Bank balances	2,82,29,788
	4,11,62,788

1. Cash flow statement has been prepared under the Indirect Method as set out in the AS-3 "Cash Flow Statement" of ICAI

As per our report of even date

For S. R. Batliboi & Co.

Chartered Accountants
Firm Registration No.: 301003E

per Hemal Shah

Partner
Membership No.: 42650

Place : Mumbai

Date : 27th May, 2011

For and on behalf of the Board

Saket Agarwal

Director

Gildas Maire

Director

SCHEDULES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2011

	As At 31st March 2011 (₹)
A SHARE CAPITAL	
Authorised	
10,000 Equity Shares of ₹ 10/- Each	1,00,000
Issued , Subscribed And Paid Up	
10,000 Equity Shares of ₹ 10/- Each Fully paid up [Out of above shares, 7,400 Equity shares are held by ABG-LDA Bulk Handling Private Limited, the Holding Company]	1,00,000
	1,00,000
C CURRENT ASSETS, LOANS AND ADVANCES	
a) Current Assets	
Cash And Bank Balances	
Demand Draft on Hand	1,29,33,000
Bank Balances	
With Schedule Banks :	
In Current Accounts	2,82,29,788
In Fixed Deposits	1,66,08,000
	5,77,70,788
b) Loans And Advances (Unsecured, Considered good)	
Advances recoverable in cash or in kind or for value to be received.	36,77,307
Advance Income Tax, Refund & Tax Deducted at Source	74,376
Prepaid Expenses	5,727
Other Loans & Advances	7,59,681
	45,17,091
	6,22,87,880
D CURRENT LIABILITIES AND PROVISIONS	
a) Current Liabilities	
Sundry Creditors	
For Goods & Expenses	1,17,85,916
Other Liabilities	8,99,376
	1,26,85,292

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2011SCHEDULE B
FIXED ASSETS

(Amount in ₹)

ASSETS	GROSS BLOCK		ACCUMULATED DEPRECIATION			NET BLOCK	
	Additions During The Period	Deductions During The Period	As at 31st March, 2011	Additions During The Period	Deductions During The Period	As at 31st March, 2011	As at 31st March, 2011
Tangible Fixed Asset							
Computer	38,000		38,000	523		523	37,477
Office Equipment	11,500		11,500	11,500		11,500	-
Total	49,500	-	49,500	12,023	-	12,023	37,477

**SCHEDULES FORMING PART OF PROFIT AND LOSS ACCOUNT
FOR THE PERIOD ENDED 31ST MARCH 2011**

	For the Period 17th August, 2010 To 31st March, 2011 (₹)
E OTHER INCOME	
Interest on FDR (TDS ₹ 74,376)	6,57,146
	6,57,146
F EMPLOYEE COST	
Salaries and bonus	25,338
Contribution to provident fund and other funds	2,098
Staff welfare expenses	22,998
	50,434
G ADMINISTRATIVE AND OTHER EXPENSES	
Business promotion expenses	5,07,505
Travelling and conveyance	2,00,397
Communication expenses	7,233
Printing and stationery	11,572
Bank Charges	18,767
Legal and professional charges	37,121
Remuneration to auditors	
- Audit fees	50,000
Office expenses	1,280
Miscellaneous expenses	6,270
	8,40,144

SCHEDULE H**Significant Accounting Policies and Notes to accounts forming part of financial statements****A. NATURE OF OPERATIONS**

Tuticorin Coal Terminal Private Ltd ('TCTPL') is set up for the Development of North Cargo Berth II for handling of Coal and other bulk Cargoes at V. O. Chidambaram Port, Tuticorin on 'DBOFT' basis for a period 30 years .

The major components of the development of the Terminal proposed by TCTPL include: Construction of a 306-m long berth to accommodate Panamax vessels (75,000DWT, 60,000 tonnes parcel load) having LOA of 245 m, beam 35.5 m & draft of 10.7 m; Cranes to unload bulk cargoes from the ships and conveyor system to convey the material to the stack yards located in Hare Island, about 3 kms away; Front End Loaders for loading of stacked bulk cargoes on to trucks for evacuation from the Port. The evacuation will be mainly through trucks; Developing Stack Yard over an area of 12.6 ha of land. The Stack Yard shall also be provided with parking area for trucks waiting for loading. The project facilities shall be equipped with modern state-of-the-art mechanized systems and pollution control devices.

Company has not yet started commercial operations.

B. SIGNIFICANT ACCOUNTING POLICIES**1) Basis of preparation of financial statements**

The financial statements have been prepared to comply in all material respects with the Accounting Standards notified by Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis.

2) Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires Management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

3) Fixed Assets

Fixed assets are stated at cost (or revalued amounts, as the case may be), less accumulated depreciation and impairment losses if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of fixed assets which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

4) Depreciation

Depreciation is provided using the Straight Line Method as per the useful lives of the assets estimated by the Management, or at the rates prescribed under schedule XIV of the Companies Act, 1956 whichever is higher.

Mobiles purchased by Company and Individual assets costing less than ₹ 5,000/- are fully depreciated in the year of purchase.

5) Retirement and other employee benefits

- a) Retirement benefits in the form of Provident Fund is a defined contribution scheme and the contributions are charged to the Profit and Loss Account of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective funds.
- b) Gratuity liability is defined benefit obligations and are provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.
- c) Short term compensated absences are provided for based on estimates. Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.
- d) Actuarial gains/losses are immediately taken to profit and loss account and are not deferred.

6) Income taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the taxes on income levied by same governing taxation laws. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

7) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average numbers of equity shares outstanding during the period are adjusted for events of bonus issue; bonus element in a rights issue to existing shareholders; share split; and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

8) Cash and Cash equivalents

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

9) Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent Liabilities are not recognised but are disclosed in the notes.

Contingent Assets are neither recognised nor disclosed in the financial statements.

C. NOTES TO ACCOUNTS**1) Basic and Diluted Earnings per Share ["EPS"] computed in accordance with Accounting Standard (AS) 20 'Earnings per share'**

(Amount in ₹)

Particulars		2010-11
Basic		
Loss after tax as per Profit and Loss account	A	2,45,455
Weighted Average Number of Shares Subscribed	B	6,219
Loss Per Share – Basic and Diluted	A/B	39.47

2) Related Party Disclosures**(a) Related parties where control exists**

Nature of Relationship	Name of Party
Ultimate Holding Company	ABG Infralogistics Limited.
Holding Company	ABG-LDA Bulk Handling Private Limited
Associate Companies	Louis Dreyfus Armateurs S.A.S.
	ABG Project and Services Limited
	ABG Kolkata Container Terminal Private Limited
	ABG Kandla Container Terminal Limited
	ABG Ports Private Limited
	ABG Container Handling Private Limited
	ABG Coastal Private Limited
	ABG Haldia Bulk Terminals Private Limited
	West Quay Multiport Private Limited
	ABG-LDA Marine Private Limited

(b) Key Managerial Personnel

Mr. Saket Agarwal, Director

Mr. Gildas Maire, Director

(c) Significant Transactions with Related Parties

(Amount in ₹)

Nature of Transactions	Holding Company	Associate Company
Reimbursement of Expenses	6,73,835	-
Advance Received	-	1,03,110
Share capital issued	1,00,000	-
Share Application Money Received	10,00,00,000	-

(d) Outstanding as on 31st March, 2011

(Amount in ₹)

Nature of Transaction	Amount
Amount Payable	Nil

3) Capital Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for, Commitments for Pre Engineering and Management Consultancy services are ₹ 13,38,638/-.

4) Capital Work In Progress

Tuticorin Coal Terminal Private Ltd ('TCTPL') is set up for the Development of North Cargo Berth II for handling of Coal and other bulk cargoes at Tuticorin Port on 'DBOFT' basis for a period 30 years.

Details of expenses are as follows.

(Amount in ₹)

Particular's	Amount
Flat Under Construction	90,71,746
Civil Work Related Expenses	
Civil Work	14,00,000
Employee Costs	5,60,286
Contribution To Provident Fund & others	46,859
Financial Expenses	3,19,92,125
Professional Fees	51,43,650
Rates & Taxes	7,30,512
Travelling Expenses	12,69,302
Grand Total	5,02,14,480

5) Details of dues to Micro and Small Enterprises as per MSMED Act, 2006

As determined by Management and relied upon by Auditors, there are no Micro, Small and Medium Enterprises as defined in the "Micro, Small, Medium Enterprises Development Act 2006" to whom the company owes dues on account of principal amount together with Interest and accordingly no additional disclosures have been made.

6) Segment Reporting

The Company is engaged in one business segment i.e., ports. The Company is operating in a single geographical segment i.e., India. Accordingly, there are no additional disclosures to be provided under AS 17 'Segment Reporting'.

7) Contingent Liabilities not provided for

The company has provided a performance Bank Guarantee to trustees of V. O. Chidambaram Port, Tuticorin of Amount ₹ 16,60,80,000.

8) As the Company is not a manufacturing or trading company, additional information pursuant to the provisions of paragraph 3, 4C and 4D of Part II of Schedule VI to the Act is not applicable.

9) This is Company's first year hence previous Year comparatives not given.

As per our attached report of even date

For S. R. Batliboi & Co.

Chartered Accountants

Firm Registration No.: 301003E

per **Hemal Shah**

Partner

Membership No.: 42650

For and on behalf of the Board

Saket Agarwal

Director

Gildas Maire

Director

Place : Mumbai

Date : 27th May, 2011

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE**I Registration Details**

CIN No.	:	U61200MH2010PTC206696
Registration No	:	206696
State Code	:	11
Balance Sheet Date	:	31/03/2011

II Capital Raised During The Year (₹ in Thousands)

Initial Issue	:	100
Public Issue	:	NIL
Rights Issue	:	NIL
Bonus Issue	:	NIL
Private Placement	:	NIL

III Position of Mobilisation And Deployment of Funds (₹ in Thousands)

Total Liabilities	:	1,00,100
Total Assets	:	1,00,100

Sources of Funds

Paid-Up Capital	:	100
Secured Loans	:	NIL
Share application money	:	1,00,000
Unsecured Loans	:	NIL
Reserves and Surplus	:	

Application of Funds

Net Fixed Assets	:	37
Capital Work in Progress	:	50,215
Investments	:	NIL
Net Current Assets	:	49,603
Miscellaneous Expenditure	:	NIL
Accumulated Losses	:	245

IV Performance of Company (₹ in Thousands)

Turnover (Sales and other income)	:	657
Total Expenditure	:	903
Profit Before Tax	:	(245)
Profit After Tax	:	(245)
Earnings Per Share - Basic ₹	:	(39.47)
Earnings Per Share – Diluted ₹	:	(39.47)
Dividend Rate %	:	NIL

V Generic names of principal products/services of the Company (As per monetary Terms)

Item Code No. (ITC Code)	:	N.A.
Product Description	:	N.A.