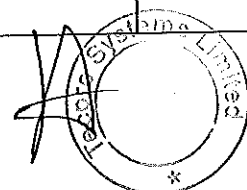


**AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31 MARCH 2011**

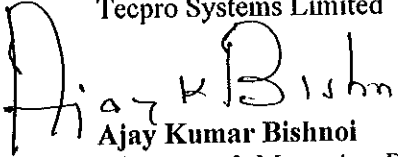
S. No.	PARTICULARS	STANDALONE		STANDALONE		(Rs. in lakhs)
		QUARTER ENDED		YEAR ENDED		CONSOLIDATED
		31.03.2011 (Unaudited)	31.03.2010 (Unaudited)	31.03.2011 (Audited)	31.03.2010 (Audited)	31.03.2011 (Audited)
1	a) Income from operations	96,090.45	73,457.32	196,843.46	145,492.76	196,729.99
	b) Other operating income	23.25	594.12	500.25	803.97	520.73
	<b>Total</b>	<b>96,113.70</b>	<b>74,051.44</b>	<b>197,343.71</b>	<b>146,296.73</b>	<b>197,250.72</b>
2	Expenditure					
	a) (Increase) / decrease in stock in trade and work in progress	324.85	1,044.37	(3,929.97)	(930.65)	(3,929.97)
	b) Consumption of raw materials					
	- manufactured products	5,079.34	2,864.56	18,308.08	13,187.98	18,308.08
	- supplied to fabricators / sites for fabrication	4,805.66	750.32	6,462.89	4,210.78	6,462.89
	c) Purchase of traded goods	10,926.63	18,725.74	28,827.82	44,741.22	28,613.69
	d) Contract cost	43,281.55	26,312.60	87,349.07	41,737.08	87,349.07
	e) Other direct costs	3,233.52	2,455.23	7,845.14	5,816.49	7,845.55
	f) Employees cost	2,897.28	1,869.95	9,130.77	6,282.81	9,284.14
	g) Depreciation and amortization	252.65	230.85	1,027.86	732.83	1,039.43
	h) Other expenditure	5,644.72	4,915.46	13,281.71	11,409.55	13,416.11
	<b>Total</b>	<b>76,446.20</b>	<b>59,169.08</b>	<b>168,303.37</b>	<b>127,188.09</b>	<b>168,388.99</b>
3	<b>Profit from Operations before Other Income, Interest expense and Exceptional Items (1-2)</b>	<b>19,667.50</b>	<b>14,882.36</b>	<b>29,040.34</b>	<b>19,108.64</b>	<b>28,861.73</b>
4	Other income	491.15	389.06	1,219.01	1,287.72	1,034.12
5	<b>Profit before Interest expense and Exceptional Items (3+4)</b>	<b>20,158.65</b>	<b>15,271.42</b>	<b>30,259.35</b>	<b>20,396.36</b>	<b>29,895.85</b>
6	Interest expense	3,214.44	1,361.92	9,257.34	3,561.27	9,257.34
7	<b>Profit after Interest expense but before Exceptional Items (5-6)</b>	<b>16,944.21</b>	<b>13,909.50</b>	<b>21,002.01</b>	<b>16,835.09</b>	<b>20,638.51</b>
8	Exceptional items	-	-	-	-	-
9	<b>Profit / (loss) before tax (7-8)</b>	<b>16,944.21</b>	<b>13,909.50</b>	<b>21,002.01</b>	<b>16,835.09</b>	<b>20,638.51</b>
10	Tax expense	5,970.52	4,818.90	7,379.62	5,870.59	7,391.80
11	<b>Net Profit / (loss) for the period (9-10)</b>	<b>10,973.69</b>	<b>9,090.60</b>	<b>13,622.39</b>	<b>10,964.50</b>	<b>13,246.71</b>
12	Paid - up equity share capital (face value of Rs. 10 each)	5,047.38	4,422.38	5,047.38	4,422.38	5,047.38
13	Reserve excluding Revaluation Reserves	-	-	62,076.70	30,074.77	61,119.20
14	<b>Earnings Per Share (EPS)</b>					
	Basic EPS	21.74	20.56	28.85	25.22	28.05
	Diluted EPS	21.74	20.56	28.85	25.19	28.05
	(Not annualised)					
15	Public shareholding					
	- Number of shares	23,926,251	17,677,951	23,926,251	17,677,951	23,926,251
	- Percentage of shareholding	47.40%	39.97%	47.40%	39.97%	47.40%
16	Promoters and promoter group shareholding					
	a) Pledged/Encumbered					
	- Number of shares	2,103,033	2,103,033	2,103,033	2,103,033	2,103,033
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	7.92%	7.92%	7.92%	7.92%	7.92%
	- Percentage of shares (as a % of the total share capital of the company)	4.17%	4.76%	4.17%	4.76%	4.17%
	b) Non-encumbered					
	- Number of shares	24,444,507	24,442,807	24,444,507	24,442,807	24,444,507
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	92.08%	92.08%	92.08%	92.08%	92.08%
	- Percentage of shares (as a % of the total share capital of the company)	48.43%	55.27%	48.43%	55.27%	48.43%

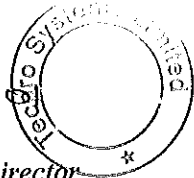


**NOTES:**

1. The statement of unaudited financial results for the quarter ended 31 March 2011 and the audited financial results for the year ended 31 March 2011 has been prepared following the same accounting policies as were followed in the annual financial statements for the year ended 31 March 2010.
2. The Board of Directors have recommended a dividend of Rs. 3/- on equity share of Rs. 10/- each i.e. @ 30%, subject to approval of shareholders at the ensuing annual general meeting.
3. Consolidation of financial statements of the Company and its subsidiaries has been done by applying Accounting Statement (AS) -21 prescribed by Company (Accounting Standards) Rule, 2006. The Consolidated financial statements for the previous year has not been presented since the Company was not a listed entity as on that date and was not required to prepare consolidated financial results.
4. The Company made a fresh issue of 6,250,000 equity shares of the face value of Rs. 10/- each for cash comprising 6,183,055 equity shares issued to public at a price of Rs. 355/- and 66,945 equity shares issued to employees at a price of Rs. 338/- per share. The allotment of these equity shares has been made by the Company at its meeting held on 8 October 2010. Share issue proceeds have been utilised in accordance with the objects of the offer stated in the prospectus
5. The Equity Shares of the Company were listed on the National Stock Exchange of India Limited and the Bombay Stock Exchange Limited ('the Stock Exchanges') on 12 October 2010 and the provisions of Listing Agreement with the Stock Exchanges have become applicable to the Company from the said date.
6. Twelve Investor complaints were pending at the beginning of the quarter ended 31 March 2011. During the quarter, the Company received 46 Investor complaints and have resolved all the 58 Investor complaints. Hence, no complaint was pending as on 31 March 2011.
7. The figures for the previous period(s) / year have been re-grouped / recast, wherever necessary to make them comparable.
8. The unaudited financial results for the quarter ended 31 March 2011 and the audited financial results for the year ended 31 March 2011 were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 25 May 2011.

For and on behalf of  
Tecpro Systems Limited

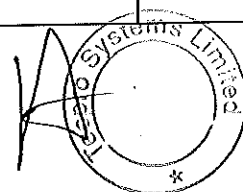
  
Ajay Kumar Bishnoi  
Chairman & Managing Director



Place : Gurgaon  
Date : 25 May 2011

**AUDITED STATEMENT OF ASSETS AND LIABILITIES AS ON 31 MARCH 2011**

S. No.	PARTICULARS	STANDALONE		CONSOLIDATED
		AS AT		AS AT
		31.03.2011 (Audited)	31.03.2010 (Audited)	31.03.2011 (Audited)
1	Shareholders' funds			
	(a) Share capital	5,047.38	4,422.38	5,047.38
	(b) Reserve and surplus	62,787.51	30,795.59	61,830.00
		67,834.89	35,217.97	66,877.38
2	Share application money	-	-	0.10
3	Minority interest	-	-	0.17
4	Loan funds			
	a) Secured Loans	74,686.16	48,579.33	74,686.16
	b) Unsecured Loans	-	100.02	0.05
	<b>Total (1+2+3+4)</b>	<b>142,521.05</b>	<b>83,897.32</b>	<b>141,563.86</b>
5	Fixed asset (including work in progress)	16,118.75	13,184.00	20,123.31
6	Investments	3,696.10	941.81	760.44
7	Deferred tax assets (net)	257.98	119.11	247.82
8	Current assets, loans and advances			
	(a) Inventories	13,989.39	10,614.57	13,989.39
	(b) Sundry debtors	140,733.88	91,758.52	140,574.40
	(c) Cash and bank balances	29,915.76	18,201.28	29,953.47
	(d) Loans and advances	13,633.22	7,410.97	11,971.98
	(e) Other current assets	35,706.88	19,854.02	35,709.06
		233,979.13	147,839.36	232,198.30
9	Less: Current liabilities and provisions			
	(a) Current liabilities	106,237.46	73,742.02	106,470.28
	(b) Provisions	5,293.45	4,444.94	5,295.73
		111,530.91	78,186.96	111,766.01
10	Net current assets/(liabilities) (8-9)	122,448.22	69,652.40	120,432.29
	<b>Total</b>	<b>142,521.05</b>	<b>83,897.32</b>	<b>141,563.86</b>



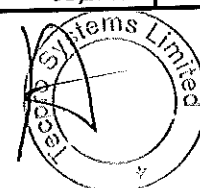
**Tecpro Systems Limited**

106, Vishwadeep Tower, Plot No-4, District Centre, Janak Puri, New Delhi-110058

**CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31 MARCH 2011**
**SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED**

(Rs. in lakhs)

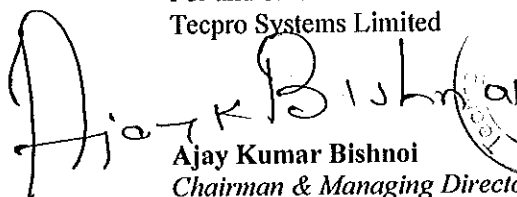
S. No.	Particulars	Standalone		Standalone		Consolidated
		Quarter Ended		Year Ended	Year Ended	Year Ended
		31.03.2011	31.03.2010	31.03.2011	31.03.2010	31.03.2011
		(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1	<b>Segment Revenue</b>					
	a) Material handling system	96,090.45	73,360.71	196,843.46	142,658.87	196,729.99
	b) Setting up of complete power plant on Engineering, Procurement and Construction (EPC) basis	-	126.44	-	2,996.54	-
	c) Waste Processing	-	-	-	-	-
	d) Power generation and distribution	-	-	-	-	-
	<b>Total</b>	<b>96,090.45</b>	<b>73,487.15</b>	<b>196,843.46</b>	<b>145,655.41</b>	<b>196,729.99</b>
	Less : Inter Segment Revenue	-	(29.83)	-	(162.65)	-
	<b>Net sales / Income from Operations</b>	<b>96,090.45</b>	<b>73,457.32</b>	<b>196,843.46</b>	<b>145,492.76</b>	<b>196,729.99</b>
2	<b>Segment Results</b>					
	Profit / (Loss) before tax and interest from each segment					
	a) Material handling system	19,746.88	16,729.14	29,006.55	20,825.14	28,826.08
	b) Setting up of complete power plant on Engineering, Procurement and Construction (EPC) basis	-	(1,488.47)	-	(1,390.09)	-
	c) Waste Processing	-	-	-	-	(1.61)
	d) Power generation and distribution	-	-	-	-	(2.11)
	<b>Total</b>	<b>19,746.88</b>	<b>15,240.67</b>	<b>29,006.55</b>	<b>19,435.05</b>	<b>28,822.35</b>
	Less: i) Interest	(3,214.44)	(1,361.92)	(9,257.34)	(3,561.27)	(9,257.34)
	ii) Other un-allocable expenditure net off unallocable income	411.77	30.75	1,252.80	961.31	1,073.50
	<b>Total Profit / (loss) before tax</b>	<b>16,944.21</b>	<b>13,909.50</b>	<b>21,002.01</b>	<b>16,835.09</b>	<b>20,638.51</b>
3	<b>Capital Employed (Segment Assets - Segment Liabilities)</b>					
	a) Material handling system	10,452.09	31,543.93	110,854.63	66,196.56	112,034.93
	b) Setting up of complete power plant on Engineering, Procurement and Construction (EPC) basis	-	(3,059.10)	968.36	2,207.92	968.36
	c) Waste Processing	-	-	-	-	74.32
	d) Power generation and distribution	-	-	-	-	(0.34)
	e) Unallocated	(1,270.55)	(20,985.59)	(43,988.10)	(33,186.52)	(46,200)
	<b>Total</b>	<b>9,181.54</b>	<b>7,499.24</b>	<b>67,834.89</b>	<b>35,217.96</b>	<b>66,877.38</b>



**Notes:**

- 1) The segments have been identified in line with Accounting Standard (AS) 17 'Segment Reporting', taking into account the risks and return, organisation structure and internal reporting system.
- 2) Segment revenue includes net sales (sale of manufactured goods and traded goods), service income and contract revenue directly identifiable to the segment. Segment results and capital employed includes amounts directly identifiable to each of the segments and which can be allocated on a reasonable basis. Unallocable income includes interest income and other income that are not identifiable to the segments. Unallocable expenditure includes corporate expenditure which is not identifiable to any of the segments. Unallocated capital employed includes assets and liabilities which are not specifically allocable to individual segments.
- 3) The unaudited financial results for the quarter ended 31 March 2011 and the audited financial results for the year ended 31 March 2011 were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 25 May 2011.

For and on behalf of  
Tecpro Systems Limited

  
Ajay Kumar Bishnoi  
Chairman & Managing Director



Place : Gurgaon  
Date : 25 May 2011