



# VKJ INFRADEVELOPERS LIMITED

Regd Office: B-32, U/G/E/B/S Office No.1, 1ST Floor, Subhash Chowk, Near Hira Sweets, Vikas Marg, Laxmi Nagar Delhi -110092

Website: [www.vkjinfra.com](http://www.vkjinfra.com)

E-mail: [vkjinfradevelop@yahoo.com](mailto:vkjinfradevelop@yahoo.com)

CIN: L45400DL2010PLC200014

Date: 23.12.2019

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai- 400001

Scrip Code: 536128  
Scrip ID: VKJINFRA

**SUBJECT: SUBMISSION OF ANNUAL REPORT FOR THE FINANCIAL YEAR 2018-19**

Dear Sir/Madam,

Please find attached enclosed herewith Annual Report of VKJ INFRADEVELOPERS LIMITED for the financial year 2018-19, pursuant to Regulation 34 of Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Please update the same in your records.

For VKJ INFRADEVELOPERS LIMITED



AGUSTEEN KACHHAP  
DIRECTOR  
DIN: 07628217



# **VKJ INFRADEVELOPERS LIMITED**

## **10<sup>TH</sup> ANNUAL REPORT**

**FOR THE FINANCIAL YEAR 2018-2019**



## **BOARD OF DIRECTORS**

Mr. AMEER AHMAD  
Mr. VINOD KUMAR  
Mr. AGUSTEEN KACHHAP  
Ms. TETAR DEVI

WHOLE TIME DIRECTOR & CFO  
INDEPENDENT DIRECTOR  
NON EXECUTIVE DIRECTOR  
INDEPENDENT DIRECTOR

## **COMPLIANCE OFFICER**

Mr. AMEER AHMAD

## **REGISTERED OFFICE**

B-32, U/G/E/B/S OFFICE NO.1, 1ST FLOOR,  
SUBHASH CHOWK, NEAR HIRA SWEETS,  
VIKAS MARG, LAXMI NAGAR NEW DELHI-110092  
Email: [vkjinfradevelopers@yahoo.com](mailto:vkjinfradevelopers@yahoo.com)  
Website: [www.vkjinfra.com](http://www.vkjinfra.com)

## **BANKERS**

UTKARSH SMALL FINANCE BANK  
PREET VIHAR, DELHI-110092

## **STATUTORY AUDITORS**

M/S. NISHANT ALOK & CO.,  
CHARTERED ACCOUNTANTS  
ADD: B-9, OPPOSITE RAJORI GARDEN POLICE STATION,  
DDA MARKET, VISHAL ENCLAVE, DELHI-110027

## **REGISTRARS & SHARE TRANSFER AGENTS**

MCS SHARE TRANSFER AGENT LIMITED  
F-65, 1ST FLOOR, OKHLA INDUSTRIAL AREA,  
PHASE-I, NEW DELHI-110020  
PH: +91 11 41406148  
EMAIL: ADMIN@MCSREGISTRARS.COM

**CORPORATE IDENTITY NUMBER: L45400DL2010PLC200014**

## **ANNUAL GENERAL MEETING**

Day & Date : Tuesday, 24<sup>th</sup> September, 2019  
Time : 09:00 A.M  
Venue : Navkar Tirth Atisey, village Neelwal,  
Near Mahaviday Ksetra  
Ghervra More, Rohtak Road Delhi

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## NOTICE OF 10<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that 10<sup>th</sup> Annual General Meeting of M/s. VKJ INFRADEVELOPERS LIMITED will be held on Tuesday, 24<sup>th</sup> September, 2019 at 09:00 A.M at Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi-110081 to transact the following businesses.

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Profit & Loss Account, Balance sheet and Cash Flow for the year ended March 31, 2019 together with the Reports of the Board of Directors and the Auditors' thereon.
2. To Appoint a Director in place of **Mr. Agusteen Kachhap**, who retires by rotation and being eligible offer himself for re- appointment.
3. To ratify the appointment of **M/s. Nishant Alok & Co.**, Chartered Accountants, as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next AGM and to fix their remuneration.

FOR VKJ INFRADEVELOPERS LIMITED

SD/

AGUSTEEN KACHHAP

DIRECTOR

DIN: 07628217

DATE: 24.08.2019

PLACE: DELHI

## Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE (ONLY ON POLL) INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE DULY COMPLETED AND SIGNED PROXY FORM SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. The Register of Directors and Key managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
3. Members holding shares in physical form are requested to notify change in address, if any, under their signatures to **MCS Share Transfer Agent Limited**, Address: F-65, 1<sup>st</sup> Floor, Okhla Industrial Area, Phase- I, New Delhi-110020, Ph: 011-41406149. Members holding shares in electronic form may update such details with their respective Depository Participants.
4. Pursuant to Section 91 of the Companies Act, 2013, The Share Transfer Books and Members Register of the Company will remain closed from 20.09.2019 to 23.09.2019 (both days inclusive).
5. Members seeking any information regarding accounts should write to the Company at least seven days before the date of the meeting so as to enable the management to keep the information ready.
6. All documents meant for inspection and referred in the accompanying Annual Report are open for inspection at the Registered Office of the Company during office hours between 11.00 am to 1.00 pm on all working days till the date of Annual General Meeting.
7. Members are required to bring their admission slip along-with copy of the Annual Report at the Annual General Meeting.

## **The instructions for shareholders voting electronically are as under: INSTRUCTIONS**

### **1. Voting through electronic means**

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as substituted by the companies (Management and Administration) Amendment Rules, 2015 ('Amended

Rules 2015') and the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company is pleased to offer e-voting facility to the Members to cast their votes electronically on all resolutions set forth in the Notice convening the Annual General Meeting to be held on **Tuesday, 24<sup>th</sup> September, 2019 at 09:00 A.M. at Navkar Tirth, Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi- 110081.** The Company has envisaged the Services of National Securities Depository Limited (NSDL) to provide e-voting facility.

- II. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- III. The Facility for voting through ballot paper shall be available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- IV. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- V. The remote e-voting period commences on **21<sup>st</sup> September, 2019 (9:00 am) and ends on 23<sup>rd</sup> September, 2019 (5:00 pm).** During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 17<sup>th</sup> September, 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change its subsequently.

The process and manner for remote E- voting electronically are as under:-

- A. In case a member receives an email from NSDL (for members whose email IDs are registered with the Company/Depository Participant(s) :
  - (i) Open email and open PDF file. The said PDF file contains your user ID and password For E-Voting.  
Please note that the password is an initial password.
  - (ii) Launch internet browser by typing the following [URL:https://www.evoting.nsdl.com/](https://www.evoting.nsdl.com/)
  - (iii) Click on shareholder-Login.
  - (iv) Put user ID and password as initial password noted in step (i) above. Click login.
  - (v) Password change menu appears. Change the password with new password of your choice. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - (vi) Home page of e-voting opens, click on e-voting: Active Voting cycles.
  - (vii) Select "EVEN" Of **VKJ INFRADEVELOPERS LIMITED.**
  - (viii) Now you are ready for remote E-voting as cast vote page opens.

- (ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
- (x) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote
- (xii) Institutional & Corporate shareholders(i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy(PDF/JPG Format) of the relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [csshankartayal@gmail.com](mailto:csshankartayal@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- (xiii) In case a Member receives physical copy of the Notice of AGM (for members whose email IDs are not registered with the Depository Participant (s) or requesting physical copy] :

(i) Initial password is provided as below in the proxy form:

| EVEN (Remote E-Voting Event number) | USER ID | PASSWORD |
|-------------------------------------|---------|----------|
|                                     |         |          |

(ii) Please follow all steps from SI. No.(ii) to SI. No.(xii) above, to cast vote.

- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. The e-voting period commences on 21<sup>st</sup> **September, 2019 (9:00 am) and ends on 23<sup>rd</sup> September, 2019 (5:00 pm)**. During the period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **September 17<sup>th</sup>, 2019**, may cast their vote electronically in the manner and process set out herein above. The E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the shareholder shall not be allowed to change it subsequently. Further, the members who have cast their vote electronically shall not vote by way ballot form.
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **September 17<sup>th</sup>, 2019**.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e. **September 17<sup>th</sup>, 2019**, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).



- XI. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date **September 17<sup>th</sup>, 2019** only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XII. **Ms. Shankar Tayal**, Company Secretary, has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIII. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XIV. The Scrutinizer shall after the conclusion of the e-voting at the AGM will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e- voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XV. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company i.e. [www.vkjinfra.com](http://www.vkjinfra.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited (BSE).

FOR VKJ INFRADEVELOPERS LIMITED

SD/

AGUSTEEN KACHHAP

DATE: 24.08.2019

PLACE: DELHI

DIRECTOR  
DIN: 07628217

ANNEXURE I TO THE NOTICE

Details of the directors proposed to be appointed / re-appointed as per clause 1.2.5 of Secretarial Standards on General Meeting and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

|  |  |
|--|--|
| Name   | Agusteen Kachhap   |
| Age  | 60 Years   |
| Qualifications   | Graduate   |
| Experience   | 14 Years   |
| Terms and conditions of appointment including details of remuneration      | Mr. Agusteen Kachhap holds the office as Non-Independent and Non- Executive Director of the Company. He will be entitled for remuneration as per the provisions of Companies Act, 2013 and as may be decided by the Board of Directors and approved by the members of the Company from time to time. Other terms and conditions are mentioned in the letter for appointment which is available for inspection by members on all working days except holidays from 11.00 a.m to 5.00 p.m at the registered office of the company. |
| Last drawn remuneration  | Nil  |
| Date of first appointment by the Board of Directors of the Company         | 31.01.2017   |
| Shareholding in the Company  | Nil  |
| Relationship with other directors and Key Managerial of the Company        | None   |
| Number of meetings attended during the financial year 2018-19              | 6  |
| Other directorship, membership / chairmanship of committees of other board | Amsons Apparels Limited<br>2021 Buildwell Projects Limited<br>SSD Real Estate Developers Private limited   |
| Justification for appointment of Independent Director                      | N.A  |
| Performance evaluation report  | N.A  |

**DIRECTORS' REPORT**

To,  
The Members  
VKJ Infradevelopers Limited

Your Directors have pleasure in presenting the 10<sup>th</sup> Annual Report on the business and operations of the Company together with the Audited Statement of Accounts and the Auditors' Report of your Company for the financial year ended, 31<sup>st</sup> March 2019.

**FINANCIAL HIGHLIGHTS:**

The summarized performance of the Company for the years 2018-19 and 2017-2018 is given below:

| Particulars  | For the Financial Year Ended |                             |
|--|------------------------------|-----------------------------|
|  | March 31, 2019<br>(in lakh)  | March 31, 2018<br>(in lakh) |
| <b>Total Income</b>                                | 28,75,065.00                 | 31,941,453.50               |
| <b>Total Expenditure</b>                           | 27,63,788.55                 | 31,300,835.80               |
| <b>Profit after Depreciation but before Tax</b>    | <b>111,276.45</b>            | <b>640,617.70</b>           |
| Less: Current Tax                                  | 28,818.00                    | 158,101.00                  |
| Deferred Tax                                       |                              |                             |
| Profit From continuing Operations                  | <b>82458.45</b>              | <b>482,516.70</b>           |
| <b>Profit/(Loss) from discontinuing operations</b> | 44,32,549.03                 | 39,50,032.33                |
| <b>Profit / (Loss) After Tax</b>                   | <b>45,15,007.48</b>          | <b>44,32,549.03</b>         |

**FINANCIAL PERFORMANCE**

During the year under review, Your Company has recorded a total income of Rs. 28,75,065/- against Rs. 31,941,453.50/- in the previous year. Profit after taxation for the financial year ended on 31<sup>st</sup> March, 2019 is Rs. 45,15,007.48/- against Rs. 44,32,549.03/- in the previous year.

**RESERVE AND SURPLUS**

Profit of Rs. 45,15,007.48/- is being transferred to the reserve and surplus.

**DIVIDEND**

To Plough back the profits into the business, the Board of Directors has not declared any dividend during the year.

**CHANGE IN THE NATURE OF BUSINESS**

During the year, the Company has not changed its nature of business.

**DEPOSITS:**

The Company has not accepted deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014. No amount of principal or interest was outstanding as on the date of Balance Sheet.

**MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR**

**OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

There have been no material changes and commitments which can affect the financial position of the Company occurred between the end of the financial year of the Company and date of this report.

**CHANGE OF REGISTERED OFFICE**

During the year under Review, Registered Office of the Company is shifted from M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre, Gautam Nagar Road, Yusuf Sarai, New Delhi-110049 to B-32, U/G/F/B/S Office No.1, 1st Floor, Subhash Chowk, Near Hira Sweets, Vikas Marg, Laxmi Nagar New Delhi 110092 with effect from 27/09/2018.

**POSTAL BALLOT**

During the year under Review, No Postal Ballot has been conducted.

**CHANGE OF REGISTRAR AND SHARE TRANSFER AGENT**

During the year under review, the company has not changed the Registrar and Share.

**DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory / regulatory compliances. The Company has a strong monitoring and reporting process resulting in financial discipline and accountability.

**RISK MANAGEMENT POLICY**

Therefore, in accordance with the provisions of the Companies Act, 2013, the Board members were informed about risk assessment and minimization procedures after which the Board formally adopted steps for framing, implementing and monitoring the risk management plan for the company.

The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities. Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

**PARTICULARS OF EMPLOYEES AND OTHER DISCLOSURE**

The prescribed particulars of Employees required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as Annexure to this Report. The information required pursuant to Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Employees of the Company, will be provided on request. In terms of Section 136 of the Act,

the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees particulars mentioned in rule 5(2) of the said rule which is available for inspection by the Members at the Registered Office of the Company during the business hours on working days of the Company upto the date of ensuing Annual General Meeting. If any Member is interest in inspecting the same, such Member may write to the Compliance officer in advance.

**NAME OF THE COMPANIES WHICH HAVE BEEN BECOME OR CEASED TO BE ITS SUBSIDIARIES AND ASSOCIATE COMPANIES DURING THE YEAR**

Since the Company has no subsidiaries as on 31<sup>st</sup> March, 2019, provision of section 129 of the Companies Act, 2013 is not applicable.

**STATE OF COMPANY AFFAIRS:**

The Company is complying with all the applicable laws and provisions and there is no adverse action against the business operations of the Company.

**SHARE CAPITAL**

During the year under review, there is no change in the capital structure of the company.

**STATUTORY AUDITORS**

In Terms of the provisions of Section 139 of the Companies Act, 2013, the re-appointment of M/s. Nishant Alok & Co., Chartered Accountants (FRN 029014N), as the Statutory Auditors of the Company, is proposed to be placed for the approval of shareholders to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting. The said re-appointment is subject to the approval by the members at every Annual General Meeting.

The Board has recommended the re-appointment of M/s. Nishant Alok & Co., Chartered Accountants (FRN 029014N) by the shareholders in the forthcoming Annual General Meeting as required under Section 139 of the Companies Act, 2013, to the effect that their re-appointment if made, will be within the limits as prescribed under the provisions thereof. Your Directors recommend their re-appointment as the Statutory Auditors of the Company.

**AUDITORS' REPORT**

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and therefore, in the opinion of the Directors, do not call for further comments.

**EXTRACT OF THE ANNUAL RETURN**

Pursuant to the provisions of Section 134 (3) (a) of the Companies Act, 2013, Extract of the Annual Return for the financial year ended 31<sup>st</sup> March, 2019 made under the provisions of Section 92 (3) of the Act in Form MGT -9 is annexed herewith as Annexure I.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 in respect of Conservation of Energy and Technology Absorption have not been furnished considering the nature of activities undertaken by the Company during the year under review. There was no foreign exchange earning & outgo during the financial year under review.

**CORPORATE SOCIAL RESPONSIBILITY (CSR)**

During the year under review, the Company is not required to comply with the provisions related to Corporate Social Responsibility on the basis of its financial statement.

**DIRECTORS & COMMITTEES:****a) Changes in Directors and Key Managerial Personnel**

During the year under review, there has been no change in the composition of Board of Directors.

Further, Mr. Ameer Ahmad has been appointed as the CFO w.e.f 01.01.2019.

**b) Declaration by an Independent Director(s) and re- appointment, if any**

All Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, and Listing Agreement.

**c) Formal Annual Evaluation**

Pursuant to the provisions of companies Act, 2013 and applicable provisions of Listing Agreement, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder committee. The manner in which the evaluation has been carried out has been explained in Corporate Governance Report.

**NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS****a. BOARD MEETINGS**

During the year, 07 (Seven) Board Meetings were convened and held. The details of which are given below. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

| S. No. | Date of meeting                 | Total No. of Directors on the Date of Meeting | No. of Directors attended |
|--------|---------------------------------|---|---------------------------|
| 1.     | 28 <sup>th</sup> May, 2018      | 4   | 4                         |
| 2.     | 11 <sup>th</sup> August, 2018   | 4   | 4                         |
| 3.     | 20 <sup>th</sup> August, 2018   | 4   | 4                         |
| 4.     | 27 <sup>th</sup> August, 2018   | 4   | 4                         |
| 5.     | 13 <sup>th</sup> November, 2018 | 4   | 4                         |
| 6.     | 01 <sup>st</sup> January, 2019  | 4   | 4                         |
| 7.     | 13 <sup>th</sup> February, 2019 | 4   | 4                         |

**EXTRAORDINARY GENERAL MEETINGS DURING THE FINANCIAL YEAR 2018-19**

There is no Extraordinary General Meeting Convened during the Financial Year 2018-19.

**AUDIT COMMITTEE**

The Board has well-qualified Audit Committee with majority of Independent Directors including Chairman. They possess sound knowledge on Accounts, Audit, Finance, Taxation, Internal Controls etc.

The Audit Committee also advises the Management on the areas where internal control system can be improved. The Terms of reference of the Audit Committee are in accordance with Regulation 18 of **Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015** and Section 177 of the Companies Act, 2013 as follows:

- Oversight of the Issuer's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommending to the Board, the appointment, re-appointment and, if required, there
- Placement or removal of the statutory auditor and the fixation of audit fees.
- Approval of payment to Statutory Auditors for any other services rendered by the statutory auditors.
- Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
  - (i) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report
  - (ii) Any changes in accounting policies and practices and reasons for the same;
  - (iii) Major accounting entries involving estimates based on exercise of judgment by management;
  - (iv) Significant adjustments made in the financial statements arising out of audit findings;
  - (v) Compliance with listing and other legal requirements relating to financial statements;
  - (vi) Disclosure to any related party transactions;
  - (vii) Qualifications in the draft audit report.
- Reviewing with the management the half yearly financial statements before submission to the Board for approval.
- Reviewing with the management, performance of statutory and internal auditors, adequacy of internal control systems;
- Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discussion with internal auditors any significant findings and follow up thereon;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matters to the Board;
- Discussion with Statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

## **COMPOSITION**

**During the year ended on 31<sup>st</sup> March, 2019, the composition of Audit Committee has been as under:**

- |                         |            |
|-------------------------|------------|
| a) Ms. Tetar Devi       | (Chairman) |
| b) Mr. Vinod Kumar      | (Member)   |
| d) Mr. Austeen Kachhap* | (Member)   |

During the financial year 2018-19, Four (4) meeting of Audit Committee was held i.e. 28.05.2018, 11.08.2018, 13.11.2018 and 13.02.2019.

## **NOMINATION & REMUNERATION COMMITTEE**

The Company has duly constituted Nomination and Remuneration Committee to align with the requirements prescribed under the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements), 2015.

**During the year ended on 31<sup>st</sup> March, 2019, the composition of Nomination and Remuneration Committee has been as under:**

- |                         |            |
|-------------------------|------------|
| a) Ms. Tetar Devi       | (Chairman) |
| b) Mr. Vinod Kumar      | (Member)   |
| d) Mr. Austeen Kachhap* | (Member)   |

During the financial year 2018-19, Four (4) meeting of Nomination and Remuneration Committee was held i.e. 28.05.2018, 11.08.2018, 13.11.2018 and 01.01.2019.

## **TERMS OF REFERENCE**

The terms of reference of Remuneration Committee includes the following:

- The remuneration committee recommends to the board the compensation terms of the executive directors.
- The committee to carry out evolution of every director's performance and recommend to the board his/her appointment and removal based on the performance.
- The committee to identify persons who may be appointed in senior management/Director in accordance with the criteria laid down.
- Framing and implementing on behalf of the Board and on behalf of the shareholders, a credible and transparent policy on remuneration of executive directors including ESOP, Pension Rights and any compensation payment.
- Considering approving and recommending to the Board the changes in designation and increase in salary of the executive directors.
- Ensuring the remuneration policy is good enough to attract, retain and motivate directors.
- Bringing about objectivity in deeming the remuneration package while striking a balance between the interest of the Company and the shareholders."

## **STAKEHOLDER RELATIONSHIP COMMITTEE**

The Company has duly constituted Stakeholder Relationship Committee to align with the requirements prescribed under the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements), 2015.

Our Company has constituted a Stakeholder Relationship Committee to redress the complaints of the shareholders. The committee currently comprises of three Directors. Ms. Tetar Devi is the Chairperson of the committee.

- |                        |            |
|------------------------|------------|
| a) Ms. Tetar Devi      | (Chairman) |
| b) Mr. Vinod Kumar     | (Member)   |
| c) Mr. Austeen Kchhap* | (Member)   |



During the financial year 2018-19, Four (4) meeting of Stakeholder Relationship Committee was held i.e. 28.05.2018, 11.08.2018, 13.11.2018 and 13.02.2019.

#### **ROLE OF STAKEHOLDER RELATIONSHIP COMMITTEE**

The Stakeholder Relationship Committee of our Board look into:

- The redressal of investors complaints viz. non-receipt of annual report, dividend payments etc.
- Matters related to share transfer, issue of duplicate share certificate, dematerializations.
- Also delegates powers to the executives of our Company to process transfers etc.

#### **DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES**

During the year, as per Section 177(9) read with Rule 7(1) of The Companies (Meeting of Board and its Powers) Rules, 2014, Company is required to establish a Vigil Mechanism for its Directors and employees. In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a vigil mechanism policy. This policy is explained in corporate governance report and also posted on the website of company.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186**

During the year, Company has not provided Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013.

#### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. The details of transactions with the Company and related parties are given for information under notes to Accounts.

#### **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

In order to prevent sexual harassment of women at workplace; the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are effective in the Company. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at workplace of any women employee. The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All women employees (permanent, contractual, temporary and trainee) are covered under this Policy.

**The following is a summary of Sexual Harassment complaints received and disposed off during the year:**

- a. No. of Complaints received: 0**  
**b. No. of Complaints disposed off : 0**

#### **MANAGERIAL REMUNERATION POLICY**

Provisions relating to Managerial Remuneration as per Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 The Board have on the recommendation of the Nomination & Remuneration Committee framed a Policy for Selection and appointment of Directors, senior management and their Remuneration.

## **SECRETARIAL AUDIT REPORT AND EXPLANATION TO THE QUALIFICATIONS REPORTED IN THE REPORT**

Provisions relating to Secretarial Audit as per Section 204 read with Rule 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed **Ms. Nikita Rohilla**, Proprietor of **Nikita Rohilla & Associates**, Company Secretaries to undertake the Secretarial audit of the Company. The Secretarial Auditor Report provided By the Secretarial Auditor in Form No. MR-3 has been enclosed as Annexure II. We have also attached the Secretarial Audit Report of the Financial Year 2018-19 as addendum.

Explanation to the observations as notice in the Audit Report: The Management is searching the best person for the position and the Company will strive to complete the pending e - filing with Registrar of Companies, NCT of Delhi & Haryana.

## **CORPORATE GOVERNANCE REPORT**

A report on Corporate Governance along with a certificate regarding the compliances with conditions of Corporate Governance as per Chapter IV of SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 is annexed to this report as Annexure III.

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

As required under Regulation 15 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report is presented in the separate section and forms an integral part of the Directors Report and attached as Annexure IV.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that -

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable 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 profit and loss of the company for that period;
- (c) The directors had 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;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**ACKNOWLEDGEMENT**

The board wishes to express and place on records its gratitude for the faith reposed in and cooperation extended to the company by the shareholders of the company. Your directors wish to place on record their deep sense of appreciation for the devoted and sincere services of the executives, staff and workers of the company for its success.

**FOR AND ON BEHALF OF THE BOARD  
VKJ INFRADEVELOPERS LIMITED**

**Sd/-  
VINOD KUMAR  
DIN: 07305118**

**Sd/-  
AUGUSTEEN KACHHAP  
DIN: 07628217**

**Date : 24.08.2019**

**Place : Delhi**



Annexure to the Directors Report Disclosure under Section 197(12) of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

| Sr. No. | Name of Director/KMP and Designation | Remuneration of Director/ KMP for FY 2018-19 (Rs.) | % increase in Remuneration in FY 2018-19** | Ratio of Remuneration of Director to Median Remuneration of employees | Ratio of Remuneration of Director to Median Remuneration of Employees |
|---------|--------------------------------------|--|--|---|---|
| 1.      | Saurabh Nagla                        | 42,000   | N.A  | N.A   | N.A   |

The number of permanent employees as on 31<sup>st</sup> March 2019 was 2.

Average of remuneration of employees excluding KMPs - Nil

No employee's remuneration for the year 2018-19 exceeded the remuneration of any of the Directors.

Company's performance has been provided in the Directors' Report which forms part of the Board Report.

The key parameter for the variable component of key Managerial personnel(s) is linked with Company performance and Individual performance.

The remuneration of Directors, KMPs and other employees is in accordance with the Remuneration Policy of the Company.

**STATEMENT CONTAINING THE PARTICULARS OF EMPLOYEES IN ACCORDANCE WITH SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AND FORMING PART OF DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019 -NOT APPLICABLE**

## FORM NO. MGT 9

## EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management &amp; Administration) Rules, 2014.

## I. REGISTRATION &amp; OTHER DETAILS:

|    |  |  |
|----|--|--|
| 1. | CIN  | L45400DL2010PLC200014  |
| 2. | Registration Date  | 12/03/2010   |
| 3. | Name of the Company  | VKJ Infradevelopers Limited  |
| 4. | Category/Sub-category of the Company                                       | Company limited by shares/ Indian Non-Government Company.  |
| 5. | Address of the Registered office & contact details                         | B-32, U/G/F/B/S OFFICE NO.1, 1ST FLOOR, SUBHASH CHOWK, NEAR HIRA SWEETS, VIKAS MARG, LAXMI NAGAR NEW DELHI-110092<br>Email: vkjinfradevelop@yahoo.com<br>Website: <a href="http://www.vkjinfra.com">www.vkjinfra.com</a> |
| 6. | Whether listed company   | Listed   |
| 7. | Name, Address & contact details of the Registrar & Transfer Agent, if any. | MCS SHARE TRANSFER AGENT LTD<br>F-65, 1st Floor, Okhla Industrial Area, Phase-I,<br>New Delhi-110020<br>Email: helpdeskdelhi@mcsregisters.com  |

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated

| S. No. | Name and Description of main products / services  | NIC Code of the Product/service | % to total turnover of the company |
|--------|---|---------------------------------|------------------------------------|
| 1      | Trading in Construction Materials, land Development, Civil Construction, Site Development, Land Filing, Fencing Walls etc | 4520                            | 100 %                              |

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| S. NO | Name And Address Of The Company | CIN/GLN | Holding/ Subsidiary/ Associate | % Of Shares Held | Applicable Section                  |
|-------|---------------------------------|---------|--------------------------------|------------------|-------------------------------------|
| 1     | N.A.                            | N.A.    | N.A.                           | N.A.             | Section 2(46) and Section 2(87)(ii) |
| 2     | N.A.                            | N.A.    | N.A.                           | N.A.             | Section 2(87)(ii)                   |
| 3     | N.A.                            | N.A.    | N.A.                           | N.A.             | Section 2(6)                        |

## VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

## i) Category-wise Share Holding

| Category of Shareholders   | No. of Shares held at the beginning of the year[As on 31-March-2018] |          |                 |                   | No. of Shares held at the end of the year[As on 31-March-2019] |          |                 |                   | % Change during the year |
|--|--|----------|-----------------|-------------------|--|----------|-----------------|-------------------|--------------------------|
|  | Demat  | Physical | Total           | % of Total Shares | Demat  | Physical | Total           | % of Total Shares |                          |
| <b>A. Promoters</b>  |  |          |                 |                   |  |          |                 |                   |                          |
| (1) Indian   |  |          |                 |                   |  |          |                 |                   |                          |
| a) Individuals/Hindu Undivided Family                                    | 62533333   |          | 62533333        | 26.27             | 62533333   |          | 62533333        | 26.27             | 0                        |
| b) Bodies Corp.  | 133333   |          | 133333          | 0.06              | 133333   |          | 133333          | 0.06              | 0                        |
| <b>Sub-total (A)(1)</b>  | <b>62666666</b>  | <b>0</b> | <b>62666666</b> | <b>26.33</b>      | <b>62666666</b>  |          | <b>62666666</b> | <b>26.33</b>      | <b>0</b>                 |
| (2) Foreign  | 0  | 0        | 0               | 0                 |  |          |                 |                   | 0                        |
| <b>Total shareholding of Promoter (A) = (A)(1) + (A)(2)</b>              | <b>62666666</b>  | <b>0</b> | <b>62666666</b> | <b>26.33</b>      | <b>62666666</b>  |          | <b>62666666</b> | <b>26.33</b>      | <b>0</b>                 |
| <b>B. Public Shareholding</b>  |  |          |                 |                   |  |          |                 |                   |                          |
| 1. Institutions  | 0  | 0        | 0               | 0                 | 0  | 0        | 0               | 0                 | 0                        |
| <b>Sub-total (B)(1):-</b>  | <b>0</b>   | <b>0</b> | <b>0</b>        | <b>0</b>          | <b>0</b>   | <b>0</b> | <b>0</b>        | <b>0</b>          | <b>0</b>                 |
| 2. Non-Institutions  |  |          |                 |                   |  |          |                 |                   |                          |
| a) Bodies Corp.  |  |          |                 |                   |  |          |                 |                   |                          |
| b) Individuals   |  |          |                 |                   |  |          |                 |                   |                          |
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | 57278733   | 6644816  | 63923549        | 26.86             | 59816010   | 6761815  | 66577825        | 27.97             | 1.11                     |

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|  |                  |                 |                  |              |                  |                 |                  |              |      |
|--|------------------|-----------------|------------------|--------------|------------------|-----------------|------------------|--------------|------|
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | 35019671         | 16232928        | 51252599         | 21.53        | 35605354         | 15765929        | 51371283         | 21.58        | 0.05 |
| c) Others (specify)  | 50518748         | 9635372         | 60154120         | 25.28        | 47745788         | 9635372         | 57381160         | 24.11        | 1.17 |
| i)HUF  | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0    |
| ii)Clearing Members  | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0    |
| iii)Non Resident Indians   | 1701256          | 0               | 1701256          | 0.71         | 2301286          | 0               | 2301286          | 0.97         | 0.26 |
| iv) Trusts   | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0    |
| V) Foreign Portfolio Investor  | 0                | 0               | 0                | 0            |                  |                 |                  |              |      |
| <b>Sub-total (B)(2):-</b>  | <b>142817152</b> | <b>32513116</b> | <b>175330268</b> | <b>73.67</b> | <b>143167152</b> | <b>32163116</b> | <b>175330268</b> | <b>73.67</b> |      |
| <b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>                              |                  |                 |                  |              |                  |                 |                  |              |      |
| <b>C. Shares held by Custodian for GDRs &amp; ADRs</b>                           | 0                | 0               | 0                | 0            | 0                | 0               | 0                | 0            | 0    |
| <b>Grand Total (A+B+C)</b>   | <b>205483818</b> | <b>32513116</b> | <b>237996934</b> | <b>100%</b>  | <b>205833818</b> | <b>32163116</b> | <b>237996934</b> | <b>100 %</b> |      |

**ii) Shareholding of Promoters-**

| SN | Shareholder's Name  | Shareholding at the beginning of the year[As on 31-March-2018] |                                  |   | Share holding at the end of the year[As on 31-March-2019] |                                  |  | % change in share holding during the year |
|----|---------------------|--|----------------------------------|---|---|----------------------------------|--|---|
|    |                     | No. of Shares  | % of total Shares of the company | % of Shares Pledged/ encumbered to total shares | No. of Shares   | % of total Shares of the company | %of Shares Pledged/ encumbered to total shares |   |
| 1  | Arun Kumar Chalukya | 54819440   | 23.03                            | Nil   | 54819440  | 23.03                            | Nil  | Nil                                       |

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|    |                                      |                 |              |            |                 |              |            |            |
|----|--------------------------------------|-----------------|--------------|------------|-----------------|--------------|------------|------------|
| 2. | Rajesh Kumar Chauhan                 | 7580560         | 3.19         | Nil        | 7580560         | 3.19         | Nil        | Nil        |
| 3. | Manoj Kumar                          | 133333          | 0.06         | Nil        | 133333          | 0.06         | Nil        | Nil        |
| 4. | SSD Real Estate Developers Pvt. Ltd. | 133333          | 0.06         | Nil        | 133333          | 0.06         | Nil        | Nil        |
|    | <b>TOTAL</b>                         | <b>62666666</b> | <b>26.34</b> | <b>Nil</b> | <b>62666666</b> | <b>26.34</b> | <b>Nil</b> | <b>Nil</b> |

*Note : There has been no change in the Promoter shareholding during the financial year under review.*

**iii) Change in Promoters' Shareholding (please specify, if there is no change)**

| SN |                                     | Shareholding at the beginning of the year [As on 31-March-2018] |                                  | Cumulative Shareholding during the year [As on 31-March-2019] |                                  |
|----|-------------------------------------|---|----------------------------------|---|----------------------------------|
|    |                                     | No. of shares   | % of total shares of the company | No. of shares   | % of total shares of the company |
|    | <b>At the beginning of the year</b> |   |                                  |   |                                  |
| 1. | Arun Kumar Chalukya                 | 54819440  | 23.03                            | 54819440  | 23.03                            |
| 2. | Rajesh Kumar Chauhan                | 7580560   | 3.19                             | 7580560   | 3.19                             |
| 3. | Manoj Kumar                         | 133333  | 0.06                             | 133333  | 0.06                             |
| 4. | SSD Real Estate Developers Pvt Ltd  | 133333  | 0.06                             | 133333  | 0.06                             |
|    | <b>At the End of the year</b>       |   |                                  |   |                                  |
| 1. | Arun Kumar Chalukya                 | 54819440  | 23.03                            | 54819440  | 23.03                            |
| 2. | Rajesh Kumar Chauhan                | 7580560   | 3.19                             | 7580560   | 3.19                             |
| 3. | Manoj Kumar                         | 133333  | 0.06                             | 133333  | 0.06                             |
| 4. | SSD Real Estate Developers Pvt Ltd  | 133333  | 0.06                             | 133333  | 0.06                             |
|    | <b>TOTAL</b>                        | <b>62666666</b>   | <b>26.33</b>                     | <b>62666666</b>   | <b>26.33</b>                     |

*Note: There is no change in the promoter's shareholding during financial year under review.*



## iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

| S. No | For Each of the Top 10 Shareholders              | Shareholding at the beginning of the year [As on 31-March-2018] |                                  | Cumulative Shareholding during the year [As on 31-March-2019] |                                  |
|-------|--|---|----------------------------------|---|----------------------------------|
|       |  | No. of shares   | % of total shares of the company | No. of shares   | % of total shares of the company |
| 1.    | <b>VSR MARKETING CO LLP</b>                      |   |                                  |   |                                  |
|       | At the beginning of the year                     | 10666666  | 4.48                             | 10666666  | 4.48                             |
|       | At the end of the year                           | 10666666  | 4.48                             | 10666666  | 4.48                             |
| 2.    | <b>SUNILA RAI VERMA</b>                          |   |                                  |   |                                  |
|       | At the beginning of the year                     | 5560000   | 2.34                             | 5560000   | 2.34                             |
|       | At the end of the year                           | 5560000   | 2.34                             | 5560000   | 2.34                             |
| 3.    | <b>EKAPARNIK VINTRADE PRIVATE LIMITED</b>        |   |                                  |   |                                  |
|       | At the beginning of the year                     | 5396177   | 2.27                             | 5396177   | 2.27                             |
|       | At the end of the year                           | 5476177   | 2.30                             | 5476177   | 2.30                             |
| 4.    | <b>DREAMWAY SHARE &amp; STOCKS INDIA LIMITED</b> |   |                                  |   |                                  |
|       | At the beginning of the year                     | 4020720   | 1.69                             | 4020720   | 1.69                             |
|       | At the end of the year                           | 4020720   | 1.69                             | 4020720   | 1.69                             |
| 5.    | <b>NARINDERPAL GUPTA</b>                         |   |                                  |   |                                  |
|       | At the beginning of the year                     | 4373333   | 1.84                             | 4373333   | 1.84                             |
|       | At the end of the year                           | 4373333   | 1.84                             | 4373333   | 1.84                             |
| 6.    | <b>PAWAN KUMAR KAUL</b>                          |   |                                  |   |                                  |
|       | At the beginning of the year                     | 3760000   | 1.58                             | 3760000   | 1.58                             |
|       | At the end of the year                           | 3760000   | 1.58                             | 3760000   | 1.58                             |
| 7.    | <b>ONCEOVER DEALTRADE PRIVATE</b>                |   |                                  |   |                                  |

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|    |  |         |      |         |      |
|----|--|---------|------|---------|------|
|    | <b>LIMITED</b>                             |         |      |         |      |
|    | At the beginning of the year               | 2716285 | 1.14 | 2716285 | 1.14 |
|    | At the end of the year                     | 2716285 | 1.14 | 2716285 | 1.14 |
| 8. | <b>OUTSTRIPE SUPPLIERS PRIVATE LIMITED</b> |         |      |         |      |
|    | At the beginning of the year               | 2862486 | 1.20 | 2862486 | 1.20 |
|    | At the end of the year                     | 2862486 | 1.20 | 2862486 | 1.20 |
| 9. | <b>AMIT KUMAR SAXENA</b>                   |         |      |         |      |
|    | At the beginning of the year               | 2080000 | 0.87 | 2080000 | 0.87 |
|    | At the end of the year                     | 2080000 | 0.87 | 2080000 | 0.87 |
| 10 | <b>RAJEEV KUMAR</b>                        |         |      |         |      |
|    | At the beginning of the year               | 1680000 | 0.70 | 1680000 | 0.70 |
|    | At the end of the year                     | 1680000 | 0.70 | 1680000 | 0.70 |

**(v) Shareholding of Directors and Key Managerial Personnel:**

| SN  | Shareholding of each Directors and each Key Managerial Personnel | Shareholding at the beginning of the year [As on 31-March-2018] |                                  | Cumulative Shareholding during the year [As on 31-March-2019] |                                  |
|-----|--|---|----------------------------------|---|----------------------------------|
|     |  | No. of shares   | % of total shares of the company | No. of shares   | % of total shares of the company |
| N.A | N.A  | N.A   | N.A                              | N.A   | N.A                              |

**V) INDEBTEDNESS**

**Indebtedness of the Company including interest outstanding/accrued but not due for payment**

|   | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year |                                  |                 |          |                    |

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|   |   |            |   |            |
|---|---|------------|---|------------|
| i) Principal Amount                                     | - | 33,060,317 | - | 33,060,317 |
| ii) Interest due but not paid                           | - | -          | - | -          |
| iii) Interest accrued but not due                       | - | -          | - | -          |
| <b>Total (i+ii+iii)</b>                                 | - | 33,060,317 | - | 33,060,317 |
| <b>Change in Indebtedness during the financial year</b> | - | -          | - | -          |
| * Addition  | - | -          | - | -          |
| * Reduction   | - | 18,98,890  | - | 18,98,890  |
| <b>Net Change</b>                                       | - | 18,98,890  | - | 18,98,890  |
| <b>Indebtedness at the end of the financial year</b>    | - | -          | - | -          |
| i) Principal Amount                                     | - | 31,161,427 | - | 31,161,427 |
| ii) Interest due but not paid                           | - | -          | - | -          |
| iii) Interest accrued but not due                       | - | -          | - | -          |
| <b>Total (i+ii+iii)</b>                                 | - | 31,161,427 | - | 31,161,427 |

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

| S.No. | Particulars of Remuneration   | Total Amount      |  |       |
|-------|---|-------------------|--|-------|
|       |   | Managing Director | Mr. Ameer Ahmad,<br>Whole Time<br>Director | Total |
| 1     | Gross salary  | Nil               | NA   | NIL   |
|       | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | Nil               | NA   | NIL   |
|       | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961                             | Nil               | NA   | NIL   |
|       | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961             | Nil               | NA   | NIL   |
| 2     | Stock Option  | Nil               | NA   | NIL   |

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|   |  |     |    |     |
|---|--|-----|----|-----|
| 3 | Sweat Equity   | Nil | NA | NIL |
| 4 | Commission<br>- as % of profit<br>- others, specify... | Nil | NA | NIL |
| 5 | Others, please specify                                 | Nil | NA | NIL |
|   | Total (A)  | Nil | NA | NIL |

**B. Remuneration to other directors:-**

| SN. | Particulars of Remuneration                | Name of Directors |     |     | Total Amount |
|-----|--|-------------------|-----|-----|--------------|
| 1   | Independent Directors                      |                   |     |     |              |
|     | Fee for attending board committee meetings | NIL               | NIL | NIL | NIL          |
|     | Commission                                 |                   |     |     |              |
|     | Others, please specify                     | NIL               | NIL | NIL | NIL          |
|     | Total (1)                                  | NIL               | NIL | NIL | NIL          |
| 2   | Other Non-Executive Directors              | NIL               | NIL | NIL | NIL          |
|     | Fee for attending board committee meetings |                   |     |     |              |
|     | Commission                                 | NIL               | NIL | NIL | NIL          |
|     | Others, please specify                     | NIL               | NIL | NIL | NIL          |
|     | Total (2)                                  | NIL               | NIL | NIL | NIL          |
|     | Total (B)=(1+2)                            |                   |     |     |              |
|     | Total Managerial Remuneration              | NIL               | NIL | NIL | NIL          |

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

| SN | Particulars of Remuneration   | Key Managerial Personnel |        |      |        |
|----|---|--------------------------|--------|------|--------|
|    |   | CEO                      | CS     | CFO  | Total  |
| 1  | Gross salary  | N.A.                     | 42,000 | N.A. | 42,000 |
|    | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | N.A.                     | Nil    | N.A. | N.A.   |
|    | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961                             | N.A.                     | Nil    | N.A. | Nil    |

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|   |  |      |        |      |        |
|---|--|------|--------|------|--------|
|   | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | N.A. | Nil    | N.A. | Nil    |
| 2 | Stock Option   | N.A. | Nil    | N.A. | Nil    |
| 3 | Sweat Equity   | N.A. | Nil    | N.A. | Nil    |
| 4 | Commission   | N.A. | Nil    | N.A. | Nil    |
|   | - as % of profit   | N.A. | Nil    | N.A. | Nil    |
|   | others, specify...   | N.A. | Nil    | N.A. | Nil    |
| 5 | Others, please specify   | N.A. | Nil    | N.A. | Nil    |
|   | Total  | N.A. | 42,000 | N.A. | 42,000 |

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

| Type                                | Section of the Companies Act | Brief Description | Details of Penalty / Punishment/ Compounding fees imposed | Authority [RD / NCLT/ COURT] | Appeal made, if any (give Details) |
|-------------------------------------|------------------------------|-------------------|---|------------------------------|------------------------------------|
| <b>A. COMPANY</b>                   |                              |                   |   |                              |                                    |
| Penalty                             | NIL                          | NIL               | NIL   | NIL                          | NIL                                |
| Punishment                          | NIL                          | NIL               | NIL   | NIL                          | NIL                                |
| Compounding                         | NIL                          | NIL               | NIL   | NIL                          | NIL                                |
| <b>B. DIRECTORS</b>                 |                              |                   |   |                              |                                    |
| Penalty                             | NIL                          | NIL               | NIL   | NIL                          | NIL                                |
| Punishment                          | NIL                          | NIL               | NIL   | NIL                          | NIL                                |
| Compounding                         | NIL                          | NIL               | NIL   | NIL                          | NIL                                |
| <b>C. OTHER OFFICERS IN DEFAULT</b> |                              |                   |   |                              |                                    |
| Penalty                             | NIL                          | NIL               | NIL   | NIL                          | NIL                                |
| Punishment                          | NIL                          | NIL               | NIL   | NIL                          | NIL                                |
| Compounding                         | NIL                          | NIL               | NIL   | NIL                          | NIL                                |

**FOR AND ON BEHALF OF THE BOARD  
VKJ INFRADEVELOPERS LIMITED**

Sd/-  
VINOD KUMAR      Sd/-  
AUGUSTEEN KACHHAP  
DIN: 07305118      DIN: 07628217

Date : 24.08.2019  
Place : Delhi

Form No. MR-3

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2019

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To  
The Members  
**VKJ INFRADEVELOPERS LIMITED**  
B-32, U/G/F/B/S OFFICE NO.1, 1ST FLOOR,  
SUBHASH CHOWK, NEAR HIRA SWEETS,  
VIKAS MARG, LAXMI NAGAR  
NEW DELHI - 110092

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by “**VKJ INFRADEVELOPERS LIMITED**” (hereinafter called the “**Company**”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives, during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended March 31, 2019, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place, to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended March 31, 2019, according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the Rules made there under read with notifications, exemptions and clarifications thereto;
- ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the Rules made there under;
- iii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed there under.
- iv) Foreign Exchange Management Act, 1999 (FEMA) and the Rules and Regulations made there under, to the extent applicable to Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):

- (a) The SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time.
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time. However, the regulations are not applicable to the Company during the audit period since the Company has not raised any money from the public and hence, these regulations have not been considered for the purpose of this report.
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014. However, the regulations are not applicable to the Company during the audit period since the Company does not have any such scheme in operation and hence, these regulations have not been considered for the purpose of this report.
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended from time to time. However, the regulations are not applicable to the Company during the audit period since the Company has not raised any money through debt securities from the public and hence, these regulations have not been considered for the purpose of this report.
  - (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended from time to time. However, the regulations are not applicable to the Company during the audit period.
  - (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998, as amended from time to time. However, the regulations are not applicable to the Company during the audit period since the Company has not bought back any of its securities and hence, these regulations have not been considered for the purpose of this report.
- vi) and other applicable laws in respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of our audit and the reporting is limited to that extent.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with The National Stock Exchange of India Limited, BSE Limited, and The Calcutta Stock Exchange Limited
- (iii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, read with circular issued.

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above except to the extent as mentioned below.

1. During the period under review, Company has not appointed any Company Secretary for the financial year 2018-2019.
2. During the period under review, there were some instances where the Company has filed delay intimations/Compliances to stock exchange and Registrar of Companies, Delhi.
3. Website of the Company is not updated as per the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Companies Act, 2013.

4. There were few instances where Company has given late intimation(s) to the Stock Exchange and made delay in Compliances pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.
5. There were instances where company assures to comply with the provisions of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 but no supporting document could be produced by the Company.

We further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director in terms of Companies Act, 2013 and Regulation 17 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Adequate notice has been given to all directors to schedule the Board Meetings during the financial year under review; agenda and detailed notes on agenda were sent properly before the scheduled meeting; and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
3. All the decisions were carried out unanimously. None of the members of the Board have expressed dissenting views on any of the agenda items during the financial year under review.

We further report that there are systems and processes in the Company commensurate with the size and operations of the company, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that as informed to us, the Company has responded to notices for demands, claims, penalties etc levied by various statutory / regulatory authorities and initiated actions for corrective measures, wherever necessary.

We further report that as informed to us, the Company has undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For Nikita Rohilla & Associates  
Company Secretaries

Sd-

Nikita Rohilla

ACS- 50093

CP No.- 21456

Place: New Delhi

Date: 28/05/2019

Note: this report is to read with our letter of even date which is annexed as Annexure A, which forms an integral part of this report.



To,  
The Members  
**VKJ INFRADEVELOPERS LIMITED**  
B-32, U/G/F/B/S OFFICE NO.1, 1ST FLOOR,  
SUBHASH CHOWK, NEAR HIRA SWEETS,  
VIKAS MARG, LAXMI NAGAR  
NEW DELHI - 110092

My report of even date is to be read along with this letter:

- 1) Maintenance of Secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these Secretarial Records based on my audit.
- 2) I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
- 3) I have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.
- 4) Wherever required, I have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
- 5) The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the Management. My examination was limited to the verification of procedures on test basis.
- 6) The Secretarial Audit report 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.

For **Nikita Rohilla & Associates**  
*Company Secretaries*

Sd-

Nikita Rohilla

ACS- 50093

CP No.- 21456

Place: New Delhi

Date: 28/05/2019

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

*(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015)*

To,  
The Members  
**VKJ INFRADEVELOPERS LIMITED**  
B-32, U/G/F/B/S OFFICE NO.1, 1ST FLOOR,  
SUBHASH CHOWK, NEAR HIRA SWEETS,  
VIKAS MARG, LAXMI NAGAR, NEW DELHI - 110092

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **NEGOTIUM INTERNATIONAL TRADE LIMITED** having CIN **L74999DL1994PLC062446** and having registered office at **3/12, GROUND FLOOR, ASAF ALI ROAD, NEW DELHI 110 002** (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

| Sr. No. | Name of Director    | DIN      | Date of appointment in Company |
|---------|---------------------|----------|--------------------------------|
| 1       | VINOD KUMAR         | 07305118 | 16/11/2017                     |
| 2       | AGUSTEEN<br>KACHHAP | 07628217 | 31/01/2017                     |
| 3       | AMEER AHMAD         | 08052961 | 17/01/2018                     |
| 4       | TETAR DEVI          | 08089710 | 23/03/2018                     |

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Nikita Rohilla & Associates**  
*Company Secretaries*

Sd-

Nikita Rohilla

ACS- 50093, CP No.- 21456

Place: New Delhi

Date: 28/05/2019

## REPORT ON CORPORATE GOVERNANCE

As per the disclosure requirements prescribed in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on Corporate Governance, your Company is complying with the requirements. The report for current year is as follows:

### Company's Philosophy on Corporate Governance

The Company believes in and remains committed to good Corporate Governance. The spirit of corporate governance has remained imbibed in the Company's business philosophy since long. This philosophy is shaped by the values of transparency, professionalism and accountability. Today, your Company's corporate governance practices are driven by strong Board oversight, timely disclosures, transparent accounting policies and high levels of integrity in decision-making.

### Board of Directors

As on 31<sup>st</sup> March, 2019 the Board of the Company comprise of four directors as follow:

|                             |  |
|-----------------------------|--|
| <b>Mr. AMEER AHMAD</b>      | <b>WHOLE TIME DIRECTOR</b>                 |
| <b>Mr. VINOD KUMAR</b>      | <b>INDEPENDENT DIRECTOR</b>                |
| <b>Mr. AGUSTEEN KACHHAP</b> | <b>NON EXECUTIVE &amp; NON INDEPENDENT</b> |
| <b>Ms. TETAR DEVI</b>       | <b>INDEPENDENT DIRECTOR</b>                |

### Number of Board Meetings

The Board met Seven (07) times during the financial year 31<sup>st</sup> March, 2019 and maximum time between any two board meetings was not more than 120 Days.

| S. No. | Date of meeting                 | Total No. of Directors on the Date of Meeting | No. of Directors attended |
|--------|---------------------------------|---|---------------------------|
| 1.     | 28 <sup>th</sup> May, 2018      | 4   | 4                         |
| 2.     | 11 <sup>th</sup> August, 2018   | 4   | 4                         |
| 3.     | 20 <sup>th</sup> August, 2018   | 4   | 4                         |
| 4.     | 27 <sup>th</sup> August, 2018   | 4   | 4                         |
| 5.     | 13 <sup>th</sup> November, 2018 | 4   | 4                         |
| 6.     | 01 <sup>st</sup> January, 2019  | 4   | 4                         |
| 7.     | 13 <sup>th</sup> February, 2019 | 4   | 4                         |

### Directors' Attendance Record and Directorships Held

The Board is properly constituted as per the applicable clause of the Listing Agreement and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, none of the Directors are members of neither more than ten Board level Committees nor are they Chairman of more than five Committees in which they are members. Annexure 1 gives the details of the composition of the Board, attendance and details of Committee Membership and Committee Chairmanship.

**Annexure 1 -Composition of the Board of Directors**

| Name of the Directors | Category | Number of Board Meetings attended |          | Last AGM | No. of other Directorships* (Public Limited)   |
|-----------------------|----------|-----------------------------------|----------|----------|--|
|                       |          | Held                              | Attended |          |  |
| AMEER AHMAD           | Director | 07                                | 07       | Yes      | <ul style="list-style-type: none"> <li>• SSD Real Estate Developers Pvt Ltd.</li> </ul>  |
| VINOD KUMAR           | Director | 07                                | 07       | Yes      | <ul style="list-style-type: none"> <li>• Edynamics Solutions Limited</li> <li>• Vinodpromod Corporate Solutions LLP</li> </ul>   |
| AUGUSTEEN KACHHAP     | Director | 07                                | 07       | No       | <ul style="list-style-type: none"> <li>• Amsons Apparels Limited</li> <li>• 2021 Buildwell Projects Limited</li> <li>• SSD Real Estate Developers Private Limited</li> </ul> |
| TETAR DEVI            | Director | 07                                | 07       | Yes      | <ul style="list-style-type: none"> <li>• Flare finance (india) limited</li> <li>• Ninja healthcare limited</li> <li>• Nespo Digital Lab Limited</li> </ul>                   |

**Code of Conduct**

The Board has laid down a code of conduct for all Board members and designated senior management of the Company. All Board members and senior management personnel have affirmed compliance with the Code of Conduct. A declaration signed by the Chief Executive Officer (CEO) to this effect is enclosed at the end of this report.

**Information Supplied to the Board**

The Board has complete access to all information with the Company. Adequate information is circulated as part of the agenda papers and also placed at the meeting to enable the Board to take an informed decision. Inter-alia, the following information is regularly provided to the Board as a part of the agenda papers well in advance of the Board meetings or is tabled in the course of the Board meeting.

- Annual operating plans & budgets and any update thereof.
- Quarterly results of the Company and operating divisions and business segments.
- Minutes of the meetings of the Audit Committee and other Committees of the Board.
- Materially important show cause, demand, prosecution notices and penalty notices.
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.

## 10<sup>th</sup> ANNUAL REPORT 2018-19

- Non-compliance of any regulatory, statutory nature or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer, etc.

The Board periodically reviews compliance reports of all laws applicable to the Company, prepared by the Company as well as steps taken by the Company to rectify instances of non compliances.

### **Committees of the Board**

#### **a) Audit Committee**

As on 31<sup>st</sup> March 2019, the Audit Committee comprises three members and Ms. Tetar Devi is the Chairperson of the Audit Committee. The Composition of the Audit Committee is as follow:

- a) Ms. Tetar Devi (Chairman)
- b) Mr. Vinod Kumar (Member)
- c) Mr. Austeen Kachhap\* (Member)

During the financial year 2018-19, Four (4) meeting of Audit Committee was held i.e. 28.05.2018, 11.08.2018, 13.11.2018 and 13.02.2019.

#### **Attendance record of Audit Committee during 2018-19**

| Name of Members       | Category    | No. of Meetings |          |
|-----------------------|-------------|-----------------|----------|
|                       |             | Held            | Attended |
| Ms. Tetar Devi        | Chairperson | 4               | 4        |
| Mr. Vinod Kumar       | Member      | 4               | 4        |
| Ms. Augusteen Kachhap | Member      | 4               | 4        |

#### **b) Stakeholders Relationship Committee**

As on 31<sup>st</sup> March 2019, Stakeholder Relationship Committee comprises three members and Ms. Tetar Devi is the Chairperson of the Stakeholder Relationship Committee. The Composition of the Stakeholder Relationship Committee is as follow:

- a) Ms. Tetar Devi (Chairman)
- b) Mr. Vinod Kumar (Member)
- c) Mr. Austeen Kachhap\* (Member)

During the financial year 2018-19, Four (4) meeting of Audit Committee was held i.e. 28.05.2018, 11.08.2018, 13.11.2018 and 13.02.2019.

The terms of reference to this Committee is to look into and redress the complaints received from investors, in coordination with the Company's Registrars and Share Transfer Agent. The Committee met Four (04) during the year. During the year, no complaints were received from investors. At the close of the year there were no cases pending in respect of share transfers.

**Attendance record of Stakeholders Relationship Committee during 2018-19**

| Name of Members       | Category    | No. of Meetings |          |
|-----------------------|-------------|-----------------|----------|
|                       |             | Held            | Attended |
| Ms. Tetar Devi        | Chairperson | 4               | 4        |
| Mr. Vinod Kumar       | Member      | 4               | 4        |
| Ms. Augusteen Kachhap | Member      | 4               | 4        |

**NOMINATION & REMUNERATION COMMITTEE**

The Company has duly constituted Nomination and Remuneration Committee to align with the requirements prescribed under the provisions of the Companies Act, 2013 and Regulation 19 of SEBI (Listing of Disclosure Requirements), 2015.

**During the year ended on 31<sup>st</sup> March, 2019, the composition of Nomination and Remuneration Committee has been as under:**

- a) Ms. Tetar Devi (Chairman)
- b) Mr. Vinod Kumar (Member)
- c) Mr. Austeen Kachhap\* (Member)

During the financial year 2018-19, Four (4) meeting of Nomination and Remuneration Committee was held i.e. 28.05.2018, 11.08.2018, 13.11.2018 and 01.01.2019.

**Attendance record of Nomination & Remuneration Committee during 2018-19**

| Name of Members       | Category    | No. of Meetings |          |
|-----------------------|-------------|-----------------|----------|
|                       |             | Held            | Attended |
| Ms. Tetar Devi        | Chairperson | 4               | 4        |
| Mr. Vinod Kumar       | Member      | 4               | 4        |
| Ms. Augusteen Kachhap | Member      | 4               | 4        |

**COMPLIANCE OFFICER**

Ms. Ameer Ahmad is the Compliance officer of the Company.  
 Contacted at: B-32, U/G/F/B/S OFFICE NO.1, 1ST Floor, Subhash Chowk,  
 Near Hira Sweets, Vikas Marg, Laxmi Nagar New Delhi - 110092  
 Email: [vkjinfradevelop@yahoo.com](mailto:vkjinfradevelop@yahoo.com)  
 Website: [www.vkjinfra.com](http://www.vkjinfra.com)

**CORPORATE GOVERNANCE AND SHAREHOLDERS' INFORMATION**

Your Company has taken adequate steps to adhere to all the stipulations laid down in Clauses of Listing Agreement and disclosure requirements prescribed in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A report on Corporate Governance is included as a part of this Annual Report.

Certificate from the Statutory Auditors of the company **M/s. Nishant Alok & Co.**, Chartered Accountants, confirming the compliance with the conditions of Corporate Governance as stipulated under applicable clause of Listing Agreement and disclosure requirements prescribed in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached to this report.

**WHISTLE BLOWER POLICY**

Your Company has a vigil mechanism in place namely, Whistle Blower Policy (GWB) to provide platform to Directors and Employees to raise concerns regarding any discrimination, victimization, irregularity, misconduct, unethical matters and other unfair practices. The Group Whistle Blower policy as approved by the Board of Directors is uploaded on the Company's website. [www.vkjinfra.com](http://www.vkjinfra.com)

**DISCLOSURES:****(a) Related Party Transaction:**

There are no materially significant related party transactions i.e. transactions material in nature, with its promoters, the directors or the management, their subsidiaries or relatives etc. having potential conflict with the interest of the company at large.

**(b) Statutory Compliance, Penalties and Strictures:**

The Company has complied with the requirements of the Stock Exchanges / SEBI / and Statutory Authorities to the extent applicable, and accordingly no penalties have been levied or strictures have been imposed on the Company on any matter related to capital markets during the last three years.

**© Reconciliation of Share Capital Audit:**

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is proposed to be carried out on a quarterly basis by a Practicing Company Secretary to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued, paid-up, listed and admitted capital of the Company.

**(d) Non-Mandatory Requirements**

The Company does not comply with the non-mandatory requirements.

**(e) Independent Directors' Meeting**

During the year under review, the Independent Directors met on 13.11.2019, inter alia, to discuss:

- Evaluation of the performance of Non-independent Directors and the Board of Directors as a whole.
- Evaluation of the performance of the chairman of the Company, taking into account the views of the Executive and Non-executive directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
- All the Independent Directors were present at the Meeting.

**(f) General Shareholder Information:**

|   |   |
|---|---|
| <b>Registered Office<br/>(Address for correspondence)</b>     | B-32, U/G/F/B/S OFFICE NO.1, 1ST FLOOR, SUBHASH CHOWK, NEAR HIRA SWEETS, VIKAS MARG, LAXMI NAGAR NEW DELHI-110092   |
| <b>Annual General Meeting<br/>(Day, Date, time and venue)</b> | Tuesday, 24 <sup>th</sup> September, 2019 at 9:00 A.M. at Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi |
| <b>Financial Year</b>   | The Financial Year of the Company ends on 31 <sup>st</sup> March, 2019 each year  |
| <b>Book Closure Date</b>                                      | 20 <sup>th</sup> September, 2019 to 23 <sup>rd</sup> September, 2019.   |
| <b>Listing on Stock Exchanges</b>                             | BSE Limited   |
| <b>Security Code/Security ID</b>                              | 536128/VKJINFRA (BSE Limited)   |
| <b>ISIN</b>   | INE211P01021  |
| <b>Demat of Shares</b>  | Available on National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL)   |

**FINANCIAL CALENDAR**

Tentative calendar of events for the financial year 2019-20 (April to March) is as under: Adoption of half yearly Financial Results for

| <b>Financial Calendar (Tentative)</b> | <b>Results for the quarter ending</b>      |
|---------------------------------------|--|
| <b>September 30, 2019</b>             | <b>Upto 14<sup>th</sup> November, 2019</b> |
| <b>December 31, 2019</b>              | <b>Upto 14<sup>th</sup> February, 2020</b> |
| <b>March 31, 2020</b>                 | <b>Upto 30<sup>th</sup> May, 2020</b>      |

**REGISTRAR AND TRANSFER AGENTS**

MCS Share Transfer Agent Limited is registrar and transfer agent of the Company. Any request pertaining to investor relations may be addressed to the following address:

**MCS Share Transfer Agent Limited**  
 F-65, 1st Floor, Ma Anandmayee Marg,  
 Okhla I, Okhla Industrial Area,  
 New Delhi, Delhi 110020  
 Telephone No.: 011-41406149  
 Email id: [admin@mcsregistrars.com](mailto:admin@mcsregistrars.com)  
 Website: [www.bigshareonline.com](http://www.bigshareonline.com)

**GENERAL BODY MEETINGS**

**Location and time of General Meetings held in the last 3 years**



## 10<sup>th</sup> ANNUAL REPORT 2018-19

| Year | Date       | Venue of Meeting   | Time      | Special Resolution passed in previous AGM |
|------|------------|--|-----------|---|
| 2018 | 22/09/2018 | NAVKAR TIRTH ATISEY KSETRA,VILLAGE NEELWAL, NEAR MAHAVIDAY KSETRA, GHEVRA MORE, ROHTAK ROAD, DELHI | 09:00 A.M | Yes                                       |
| 2017 | 29/09/2017 | NAVKAR TIRTH ATISEY KSETRA,VILLAGE NEELWAL, NEAR MAHAVIDAY KSETRA, GHEVRA MORE, ROHTAK ROAD, DELHI | 9:00 A.M  | No  |
| 2016 | 30/09/2016 | RETREAT MOTEL/ RESORT, ALIPUR, MAIN G.T. ROAD, NEAR PALLA MOD, DELHI-110036                        | 09.00 A.M | No  |

### MEANS OF COMMUNICATION

Quarterly, half-yearly and annual financial results of the Company are communicated to the Stock Exchanges immediately after the same are considered by the Board and are published in the newspaper as per the provisions of Listing Agreement. The results of the Company are also made available on the Company's website i.e. [www.vkjinfra.com](http://www.vkjinfra.com)

### MARKET PRICE DATA: HIGH/LOW DURING EACH MONTH IN THE FINANCIAL YEAR 2018-2019

| Date      | Open Price | High Price | Low Price | Close Price | WAP      | No.of Shares | No. of Trades | Total Turnover (Rs.) | Deliverable Quantity |
|-----------|------------|------------|-----------|-------------|----------|--------------|---------------|----------------------|----------------------|
| 29-Mar-19 | 0.36       | 0.36       | 0.36      | 0.36        | 0.359988 | 47021        | 31            | 16927                | 47021                |
| 28-Mar-19 | 0.35       | 0.35       | 0.35      | 0.35        | 0.349997 | 95638        | 21            | 33473                | 95638                |
| 27-Mar-19 | 0.34       | 0.34       | 0.33      | 0.34        | 0.339319 | 253048       | 65            | 85864                | 253048               |
| 26-Mar-19 | 0.33       | 0.33       | 0.33      | 0.33        | 0.329977 | 39133        | 13            | 12913                | 39133                |
| 25-Mar-19 | 0.31       | 0.32       | 0.31      | 0.32        | 0.31635  | 83063        | 34            | 26277                | 83063                |
| 22-Mar-19 | 0.31       | 0.31       | 0.29      | 0.31        | 0.308538 | 735568       | 84            | 226951               | 735568               |
| 20-Mar-19 | 0.3        | 0.3        | 0.28      | 0.3         | 0.294638 | 1074544      | 165           | 316601               | 1074544              |
| 19-Mar-19 | 0.29       | 0.29       | 0.29      | 0.29        | 0.289999 | 38607        | 12            | 11196                | 38607                |
| 18-Mar-19 | 0.28       | 0.28       | 0.28      | 0.28        | 0.279986 | 42945        | 15            | 12024                | 42945                |
| 15-Mar-19 | 0.27       | 0.27       | 0.27      | 0.27        | 0.269978 | 40970        | 25            | 11061                | 40970                |
| 14-Mar-19 | 0.26       | 0.26       | 0.26      | 0.26        | 0.259993 | 50109        | 18            | 13028                | 50109                |
| 13-Mar-19 | 0.25       | 0.25       | 0.25      | 0.25        | 0.249996 | 63061        | 27            | 15765                | 63061                |
| 12-Mar-19 | 0.24       | 0.24       | 0.24      | 0.24        | 0.239992 | 25655        | 21            | 6157                 | 25655                |
| 11-Mar-19 | 0.23       | 0.23       | 0.22      | 0.23        | 0.227013 | 47200        | 14            | 10715                | 47200                |
| 08-Mar-19 | 0.22       | 0.22       | 0.22      | 0.22        | 0.219999 | 52082        | 25            | 11458                | 52082                |
| 07-Mar-19 | 0.2        | 0.21       | 0.2       | 0.21        | 0.20001  | 20059        | 4             | 4012                 | 20059                |

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|           |      |      |      |      |          |        |    |        |        |
|-----------|------|------|------|------|----------|--------|----|--------|--------|
| 06-Mar-19 | 0.21 | 0.22 | 0.2  | 0.2  | 0.204368 | 287300 | 37 | 58715  | 287300 |
| 05-Mar-19 | 0.2  | 0.21 | 0.2  | 0.21 | 0.200013 | 45372  | 31 | 9075   | 45372  |
| 01-Mar-19 | 0.2  | 0.2  | 0.2  | 0.2  | 0.2      | 81870  | 22 | 16374  | 81870  |
| 28-Feb-19 | 0.2  | 0.22 | 0.2  | 0.21 | 0.201855 | 137970 | 28 | 27850  | 137970 |
| 27-Feb-19 | 0.23 | 0.23 | 0.21 | 0.21 | 0.210393 | 512722 | 62 | 107873 | 512722 |
| 26-Feb-19 | 0.21 | 0.22 | 0.2  | 0.22 | 0.211418 | 65316  | 24 | 13809  | 65316  |
| 25-Feb-19 | 0.22 | 0.23 | 0.21 | 0.21 | 0.22189  | 67547  | 29 | 14988  | 67547  |
| 22-Feb-19 | 0.23 | 0.23 | 0.22 | 0.22 | 0.220845 | 85064  | 41 | 18786  | 85064  |
| 21-Feb-19 | 0.25 | 0.25 | 0.23 | 0.23 | 0.236391 | 42417  | 19 | 10027  | 42417  |
| 20-Feb-19 | 0.23 | 0.25 | 0.23 | 0.24 | 0.231198 | 84404  | 46 | 19514  | 84404  |
| 19-Feb-19 | 0.26 | 0.26 | 0.24 | 0.24 | 0.245474 | 46290  | 28 | 11363  | 46290  |
| 18-Feb-19 | 0.25 | 0.26 | 0.24 | 0.25 | 0.246697 | 59182  | 33 | 14600  | 59182  |
| 15-Feb-19 | 0.25 | 0.25 | 0.24 | 0.25 | 0.242645 | 58365  | 25 | 14162  | 58365  |
| 14-Feb-19 | 0.24 | 0.25 | 0.24 | 0.24 | 0.241913 | 48935  | 35 | 11838  | 48935  |
| 13-Feb-19 | 0.25 | 0.25 | 0.24 | 0.24 | 0.243585 | 14849  | 12 | 3617   | 14849  |
| 12-Feb-19 | 0.23 | 0.25 | 0.23 | 0.24 | 0.232422 | 82247  | 34 | 19116  | 82247  |
| 11-Feb-19 | 0.26 | 0.26 | 0.24 | 0.24 | 0.241969 | 128467 | 24 | 31085  | 128467 |
| 08-Feb-19 | 0.25 | 0.25 | 0.25 | 0.25 | 0.25     | 49852  | 27 | 12463  | 49852  |
| 07-Feb-19 | 0.26 | 0.27 | 0.25 | 0.26 | 0.257128 | 65026  | 40 | 16720  | 65026  |
| 06-Feb-19 | 0.26 | 0.28 | 0.26 | 0.26 | 0.263525 | 131050 | 63 | 34535  | 131050 |
| 05-Feb-19 | 0.27 | 0.29 | 0.27 | 0.27 | 0.274092 | 63610  | 30 | 17435  | 63610  |
| 04-Feb-19 | 0.27 | 0.28 | 0.26 | 0.28 | 0.270916 | 59727  | 34 | 16181  | 59727  |
| 01-Feb-19 | 0.28 | 0.29 | 0.27 | 0.27 | 0.280135 | 128356 | 58 | 35957  | 128356 |
| 31-Jan-19 | 0.29 | 0.29 | 0.28 | 0.28 | 0.28039  | 152113 | 37 | 42651  | 152113 |
| 30-Jan-19 | 0.29 | 0.3  | 0.29 | 0.29 | 0.292981 | 47696  | 22 | 13974  | 47696  |
| 29-Jan-19 | 0.29 | 0.29 | 0.29 | 0.29 | 0.289978 | 11525  | 16 | 3342   | 11525  |
| 28-Jan-19 | 0.3  | 0.32 | 0.3  | 0.3  | 0.304713 | 138967 | 33 | 42345  | 138967 |
| 25-Jan-19 | 0.31 | 0.31 | 0.3  | 0.31 | 0.303728 | 89037  | 29 | 27043  | 89037  |
| 24-Jan-19 | 0.31 | 0.33 | 0.31 | 0.31 | 0.309996 | 105211 | 39 | 32615  | 105211 |
| 23-Jan-19 | 0.32 | 0.34 | 0.32 | 0.32 | 0.321392 | 20769  | 24 | 6675   | 20769  |
| 22-Jan-19 | 0.33 | 0.33 | 0.32 | 0.33 | 0.320996 | 50982  | 11 | 16365  | 50982  |
| 21-Jan-19 | 0.35 | 0.35 | 0.33 | 0.33 | 0.33225  | 85869  | 29 | 28530  | 85869  |
| 18-Jan-19 | 0.33 | 0.34 | 0.33 | 0.34 | 0.339797 | 20989  | 12 | 7132   | 20989  |
| 17-Jan-19 | 0.33 | 0.35 | 0.33 | 0.33 | 0.330156 | 83091  | 22 | 27433  | 83091  |
| 16-Jan-19 | 0.34 | 0.34 | 0.33 | 0.34 | 0.339749 | 13769  | 12 | 4678   | 13769  |
| 15-Jan-19 | 0.34 | 0.35 | 0.33 | 0.33 | 0.34417  | 44141  | 25 | 15192  | 44141  |
| 14-Jan-19 | 0.33 | 0.34 | 0.32 | 0.34 | 0.334618 | 107179 | 26 | 35864  | 107179 |
| 11-Jan-19 | 0.35 | 0.35 | 0.33 | 0.33 | 0.330267 | 218402 | 65 | 72131  | 218402 |
| 10-Jan-19 | 0.34 | 0.35 | 0.34 | 0.34 | 0.341674 | 46041  | 28 | 15731  | 46041  |
| 09-Jan-19 | 0.35 | 0.36 | 0.34 | 0.34 | 0.346893 | 204726 | 55 | 71018  | 204726 |
| 08-Jan-19 | 0.35 | 0.35 | 0.34 | 0.35 | 0.342976 | 38959  | 24 | 13362  | 38959  |
| 07-Jan-19 | 0.36 | 0.37 | 0.35 | 0.35 | 0.359146 | 24820  | 30 | 8914   | 24820  |
| 04-Jan-19 | 0.36 | 0.36 | 0.34 | 0.36 | 0.35388  | 47290  | 39 | 16735  | 47290  |

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|-----------|------|------|------|------|----------|--------|----|-------|--------|
| 03-Jan-19 | 0.34 | 0.36 | 0.34 | 0.35 | 0.352071 | 49169  | 32 | 17311 | 49169  |
| 02-Jan-19 | 0.35 | 0.36 | 0.34 | 0.35 | 0.352139 | 18984  | 26 | 6685  | 18984  |
| 01-Jan-19 | 0.34 | 0.36 | 0.34 | 0.35 | 0.348954 | 46049  | 29 | 16069 | 46049  |
| 31-Dec-18 | 0.35 | 0.36 | 0.34 | 0.35 | 0.349138 | 41591  | 33 | 14521 | 41591  |
| 28-Dec-18 | 0.36 | 0.37 | 0.35 | 0.35 | 0.354076 | 46202  | 40 | 16359 | 46202  |
| 27-Dec-18 | 0.36 | 0.37 | 0.35 | 0.36 | 0.35931  | 19312  | 23 | 6939  | 19312  |
| 26-Dec-18 | 0.36 | 0.36 | 0.36 | 0.36 | 0.359991 | 36112  | 21 | 13000 | 36112  |
| 24-Dec-18 | 0.36 | 0.38 | 0.36 | 0.36 | 0.368979 | 51236  | 36 | 18905 | 51236  |
| 21-Dec-18 | 0.39 | 0.39 | 0.37 | 0.37 | 0.380226 | 49460  | 32 | 18806 | 49460  |
| 20-Dec-18 | 0.36 | 0.38 | 0.36 | 0.38 | 0.368135 | 104103 | 40 | 38324 | 104103 |
| 19-Dec-18 | 0.37 | 0.38 | 0.36 | 0.37 | 0.371258 | 34744  | 32 | 12899 | 34744  |
| 18-Dec-18 | 0.38 | 0.38 | 0.37 | 0.37 | 0.373273 | 27500  | 35 | 10265 | 27500  |
| 17-Dec-18 | 0.37 | 0.38 | 0.37 | 0.38 | 0.376311 | 14108  | 33 | 5309  | 14108  |
| 14-Dec-18 | 0.38 | 0.39 | 0.37 | 0.38 | 0.377159 | 31960  | 29 | 12054 | 31960  |
| 13-Dec-18 | 0.37 | 0.38 | 0.36 | 0.38 | 0.370442 | 42147  | 49 | 15613 | 42147  |
| 12-Dec-18 | 0.37 | 0.38 | 0.37 | 0.37 | 0.370032 | 180417 | 55 | 66760 | 180417 |
| 11-Dec-18 | 0.39 | 0.39 | 0.38 | 0.38 | 0.381072 | 19907  | 18 | 7586  | 19907  |
| 10-Dec-18 | 0.38 | 0.39 | 0.38 | 0.39 | 0.381977 | 41225  | 39 | 15747 | 41225  |
| 07-Dec-18 | 0.4  | 0.42 | 0.38 | 0.4  | 0.401778 | 23060  | 26 | 9265  | 23060  |
| 06-Dec-18 | 0.4  | 0.4  | 0.4  | 0.4  | 0.4      | 13955  | 20 | 5582  | 13955  |
| 05-Dec-18 | 0.44 | 0.44 | 0.42 | 0.42 | 0.420462 | 8650   | 23 | 3637  | 8650   |
| 04-Dec-18 | 0.4  | 0.44 | 0.4  | 0.44 | 0.411843 | 29198  | 37 | 12025 | 29198  |
| 03-Dec-18 | 0.44 | 0.45 | 0.42 | 0.42 | 0.425787 | 8671   | 18 | 3692  | 8671   |
| 30-Nov-18 | 0.4  | 0.44 | 0.4  | 0.44 | 0.40754  | 35042  | 22 | 14281 | 35042  |
| 29-Nov-18 | 0.39 | 0.42 | 0.38 | 0.42 | 0.388084 | 65893  | 51 | 25572 | 65893  |
| 28-Nov-18 | 0.41 | 0.41 | 0.39 | 0.4  | 0.393173 | 158274 | 64 | 62229 | 158274 |
| 27-Nov-18 | 0.45 | 0.45 | 0.41 | 0.41 | 0.414088 | 134969 | 59 | 55889 | 134969 |
| 26-Nov-18 | 0.45 | 0.45 | 0.43 | 0.43 | 0.430909 | 48465  | 24 | 20884 | 48465  |
| 22-Nov-18 | 0.45 | 0.45 | 0.41 | 0.44 | 0.427815 | 153363 | 52 | 65611 | 153363 |
| 21-Nov-18 | 0.43 | 0.47 | 0.43 | 0.43 | 0.438988 | 23561  | 23 | 10343 | 23561  |
| 20-Nov-18 | 0.46 | 0.46 | 0.44 | 0.45 | 0.452858 | 21170  | 31 | 9587  | 21170  |
| 19-Nov-18 | 0.45 | 0.46 | 0.45 | 0.46 | 0.458024 | 36247  | 25 | 16602 | 36247  |
| 16-Nov-18 | 0.47 | 0.47 | 0.43 | 0.47 | 0.442985 | 10357  | 23 | 4588  | 10357  |
| 15-Nov-18 | 0.47 | 0.47 | 0.45 | 0.45 | 0.452459 | 1525   | 14 | 690   | 1525   |
| 14-Nov-18 | 0.43 | 0.47 | 0.43 | 0.47 | 0.456258 | 65715  | 36 | 29983 | 65715  |
| 13-Nov-18 | 0.47 | 0.47 | 0.45 | 0.45 | 0.469285 | 28797  | 25 | 13514 | 28797  |
| 12-Nov-18 | 0.46 | 0.47 | 0.44 | 0.47 | 0.459525 | 44250  | 51 | 20334 | 44250  |
| 09-Nov-18 | 0.45 | 0.47 | 0.43 | 0.46 | 0.437439 | 66647  | 85 | 29154 | 66647  |
| 07-Nov-18 | 0.47 | 0.47 | 0.45 | 0.45 | 0.463672 | 11465  | 19 | 5316  | 11465  |
| 06-Nov-18 | 0.45 | 0.47 | 0.45 | 0.47 | 0.465066 | 24274  | 59 | 11289 | 24274  |
| 05-Nov-18 | 0.47 | 0.47 | 0.43 | 0.45 | 0.436705 | 38747  | 28 | 16921 | 38747  |
| 02-Nov-18 | 0.41 | 0.45 | 0.41 | 0.45 | 0.445475 | 17790  | 25 | 7925  | 17790  |
| 01-Nov-18 | 0.47 | 0.47 | 0.43 | 0.43 | 0.439464 | 52489  | 59 | 23067 | 52489  |

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| 31-Oct-18 | 0.47 | 0.47 | 0.45 | 0.45 | 0.45938  | 20532  | 36  | 9432   | 20532  |
| 30-Oct-18 | 0.47 | 0.5  | 0.46 | 0.47 | 0.481726 | 30125  | 40  | 14512  | 30125  |
| 29-Oct-18 | 0.5  | 0.5  | 0.47 | 0.48 | 0.477677 | 35143  | 41  | 16787  | 35143  |
| 26-Oct-18 | 0.49 | 0.49 | 0.45 | 0.49 | 0.454937 | 18330  | 38  | 8339   | 18330  |
| 25-Oct-18 | 0.49 | 0.51 | 0.47 | 0.47 | 0.489943 | 53198  | 37  | 26064  | 53198  |
| 24-Oct-18 | 0.5  | 0.5  | 0.49 | 0.49 | 0.490068 | 35087  | 28  | 17195  | 35087  |
| 23-Oct-18 | 0.55 | 0.55 | 0.51 | 0.51 | 0.512211 | 13512  | 46  | 6921   | 13512  |
| 22-Oct-18 | 0.53 | 0.53 | 0.51 | 0.53 | 0.52303  | 28094  | 51  | 14694  | 28094  |
| 19-Oct-18 | 0.52 | 0.52 | 0.48 | 0.51 | 0.517141 | 53467  | 47  | 27650  | 53467  |
| 17-Oct-18 | 0.5  | 0.5  | 0.5  | 0.5  | 0.5      | 49584  | 27  | 24792  | 49584  |
| 16-Oct-18 | 0.48 | 0.48 | 0.48 | 0.48 | 0.479984 | 29326  | 27  | 14076  | 29326  |
| 15-Oct-18 | 0.44 | 0.46 | 0.44 | 0.46 | 0.456526 | 31720  | 22  | 14481  | 31720  |
| 12-Oct-18 | 0.43 | 0.45 | 0.41 | 0.44 | 0.422567 | 90549  | 88  | 38263  | 90549  |
| 11-Oct-18 | 0.44 | 0.44 | 0.43 | 0.43 | 0.430103 | 76491  | 65  | 32899  | 76491  |
| 10-Oct-18 | 0.45 | 0.45 | 0.45 | 0.45 | 0.449997 | 89634  | 54  | 40335  | 89634  |
| 09-Oct-18 | 0.47 | 0.47 | 0.47 | 0.47 | 0.46998  | 26999  | 37  | 12689  | 26999  |
| 08-Oct-18 | 0.51 | 0.51 | 0.49 | 0.49 | 0.492363 | 43671  | 58  | 21502  | 43671  |
| 05-Oct-18 | 0.51 | 0.51 | 0.51 | 0.51 | 0.509999 | 128363 | 76  | 65465  | 128363 |
| 04-Oct-18 | 0.55 | 0.55 | 0.53 | 0.53 | 0.530352 | 90866  | 85  | 48191  | 90866  |
| 03-Oct-18 | 0.58 | 0.58 | 0.55 | 0.55 | 0.552427 | 146557 | 77  | 80962  | 146557 |
| 01-Oct-18 | 0.59 | 0.59 | 0.57 | 0.57 | 0.570202 | 108558 | 65  | 61900  | 108558 |
| 28-Sep-18 | 0.57 | 0.62 | 0.57 | 0.59 | 0.572347 | 85822  | 70  | 49120  | 85822  |
| 27-Sep-18 | 0.6  | 0.63 | 0.59 | 0.6  | 0.596043 | 142213 | 90  | 84765  | 142213 |
| 26-Sep-18 | 0.62 | 0.65 | 0.62 | 0.62 | 0.631185 | 68373  | 53  | 43156  | 68373  |
| 25-Sep-18 | 0.7  | 0.7  | 0.65 | 0.65 | 0.659089 | 67745  | 60  | 44650  | 67745  |
| 24-Sep-18 | 0.66 | 0.71 | 0.66 | 0.68 | 0.663025 | 133354 | 80  | 88417  | 133354 |
| 21-Sep-18 | 0.71 | 0.74 | 0.68 | 0.69 | 0.69371  | 266777 | 107 | 185066 | 266777 |
| 19-Sep-18 | 0.71 | 0.71 | 0.68 | 0.71 | 0.699019 | 47189  | 44  | 32986  | 47189  |
| 18-Sep-18 | 0.74 | 0.74 | 0.71 | 0.71 | 0.716299 | 204564 | 74  | 146529 | 204564 |
| 17-Sep-18 | 0.75 | 0.75 | 0.73 | 0.74 | 0.734883 | 57156  | 61  | 42003  | 57156  |
| 14-Sep-18 | 0.73 | 0.74 | 0.69 | 0.74 | 0.727966 | 115537 | 120 | 84107  | 115537 |
| 12-Sep-18 | 0.7  | 0.73 | 0.67 | 0.72 | 0.695423 | 94111  | 85  | 65447  | 94111  |
| 11-Sep-18 | 0.71 | 0.74 | 0.7  | 0.7  | 0.710974 | 144219 | 73  | 102536 | 144219 |
| 10-Sep-18 | 0.7  | 0.74 | 0.7  | 0.73 | 0.717012 | 38832  | 40  | 27843  | 38832  |
| 07-Sep-18 | 0.74 | 0.74 | 0.68 | 0.72 | 0.706419 | 135608 | 66  | 95796  | 135608 |
| 06-Sep-18 | 0.69 | 0.73 | 0.69 | 0.71 | 0.716078 | 148023 | 78  | 105996 | 148023 |
| 05-Sep-18 | 0.72 | 0.75 | 0.7  | 0.7  | 0.713503 | 95687  | 52  | 68273  | 95687  |
| 04-Sep-18 | 0.76 | 0.76 | 0.71 | 0.72 | 0.731593 | 89614  | 64  | 65561  | 89614  |
| 03-Sep-18 | 0.75 | 0.75 | 0.7  | 0.73 | 0.716804 | 135913 | 90  | 97423  | 135913 |
| 31-Aug-18 | 0.72 | 0.76 | 0.71 | 0.72 | 0.732272 | 111307 | 70  | 81507  | 111307 |
| 30-Aug-18 | 0.7  | 0.76 | 0.7  | 0.74 | 0.744787 | 74377  | 61  | 55395  | 74377  |
| 29-Aug-18 | 0.72 | 0.76 | 0.7  | 0.73 | 0.731965 | 148339 | 90  | 108579 | 148339 |
| 28-Aug-18 | 0.75 | 0.76 | 0.73 | 0.73 | 0.740064 | 174212 | 102 | 128928 | 174212 |

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|-----------|------|------|------|------|----------|--------|-----|--------|--------|
| 27-Aug-18 | 0.76 | 0.81 | 0.76 | 0.76 | 0.773415 | 51089  | 51  | 39513  | 51089  |
| 24-Aug-18 | 0.8  | 0.8  | 0.76 | 0.79 | 0.76997  | 48285  | 58  | 37178  | 48285  |
| 23-Aug-18 | 0.78 | 0.79 | 0.75 | 0.79 | 0.7788   | 27726  | 39  | 21593  | 27726  |
| 21-Aug-18 | 0.79 | 0.79 | 0.76 | 0.78 | 0.777374 | 80359  | 58  | 62469  | 80359  |
| 20-Aug-18 | 0.78 | 0.79 | 0.73 | 0.79 | 0.769878 | 198056 | 78  | 152479 | 198056 |
| 17-Aug-18 | 0.77 | 0.77 | 0.71 | 0.76 | 0.739417 | 81218  | 60  | 60054  | 81218  |
| 16-Aug-18 | 0.79 | 0.79 | 0.73 | 0.74 | 0.74314  | 67204  | 80  | 49942  | 67204  |
| 14-Aug-18 | 0.79 | 0.79 | 0.76 | 0.76 | 0.772073 | 76858  | 54  | 59340  | 76858  |
| 13-Aug-18 | 0.78 | 0.8  | 0.75 | 0.79 | 0.784306 | 112437 | 56  | 88185  | 112437 |
| 10-Aug-18 | 0.78 | 0.8  | 0.77 | 0.78 | 0.779922 | 191091 | 56  | 149036 | 191091 |
| 09-Aug-18 | 0.81 | 0.81 | 0.77 | 0.78 | 0.793629 | 60968  | 74  | 48386  | 60968  |
| 08-Aug-18 | 0.77 | 0.81 | 0.77 | 0.79 | 0.786266 | 32517  | 48  | 25567  | 32517  |
| 07-Aug-18 | 0.78 | 0.8  | 0.78 | 0.8  | 0.791038 | 95893  | 77  | 75855  | 95893  |
| 06-Aug-18 | 0.8  | 0.8  | 0.75 | 0.78 | 0.772876 | 90554  | 80  | 69987  | 90554  |
| 03-Aug-18 | 0.8  | 0.8  | 0.74 | 0.78 | 0.766346 | 176158 | 82  | 134998 | 176158 |
| 02-Aug-18 | 0.75 | 0.8  | 0.75 | 0.77 | 0.774074 | 110979 | 51  | 85906  | 110979 |
| 01-Aug-18 | 0.74 | 0.8  | 0.74 | 0.78 | 0.773308 | 76271  | 66  | 58981  | 76271  |
| 31-Jul-18 | 0.74 | 0.79 | 0.74 | 0.77 | 0.757413 | 65531  | 60  | 49634  | 65531  |
| 30-Jul-18 | 0.8  | 0.8  | 0.76 | 0.77 | 0.777957 | 39785  | 58  | 30951  | 39785  |
| 27-Jul-18 | 0.8  | 0.8  | 0.74 | 0.77 | 0.746006 | 175961 | 118 | 131268 | 175961 |
| 26-Jul-18 | 0.74 | 0.79 | 0.74 | 0.77 | 0.764698 | 58920  | 56  | 45056  | 58920  |
| 25-Jul-18 | 0.79 | 0.82 | 0.76 | 0.77 | 0.776128 | 37977  | 48  | 29475  | 37977  |
| 24-Jul-18 | 0.74 | 0.79 | 0.73 | 0.79 | 0.779809 | 78568  | 100 | 61268  | 78568  |
| 23-Jul-18 | 0.77 | 0.8  | 0.74 | 0.76 | 0.75462  | 30194  | 54  | 22785  | 30194  |
| 20-Jul-18 | 0.76 | 0.79 | 0.74 | 0.77 | 0.748978 | 60401  | 48  | 45239  | 60401  |
| 19-Jul-18 | 0.8  | 0.81 | 0.75 | 0.77 | 0.76814  | 89705  | 94  | 68906  | 89705  |
| 18-Jul-18 | 0.84 | 0.84 | 0.76 | 0.78 | 0.779212 | 68645  | 58  | 53489  | 68645  |
| 17-Jul-18 | 0.83 | 0.83 | 0.8  | 0.8  | 0.80512  | 62223  | 30  | 50097  | 62223  |
| 16-Jul-18 | 0.92 | 0.92 | 0.84 | 0.84 | 0.853943 | 84967  | 48  | 72557  | 84967  |
| 13-Jul-18 | 0.88 | 0.88 | 0.8  | 0.88 | 0.864073 | 177397 | 120 | 153284 | 177397 |
| 12-Jul-18 | 0.8  | 0.84 | 0.76 | 0.84 | 0.824174 | 134309 | 87  | 110694 | 134309 |
| 11-Jul-18 | 0.8  | 0.81 | 0.75 | 0.8  | 0.78589  | 71524  | 63  | 56210  | 71524  |
| 10-Jul-18 | 0.75 | 0.78 | 0.73 | 0.78 | 0.769554 | 96873  | 67  | 74549  | 96873  |
| 09-Jul-18 | 0.78 | 0.78 | 0.73 | 0.75 | 0.752069 | 62965  | 71  | 47354  | 62965  |
| 06-Jul-18 | 0.75 | 0.77 | 0.73 | 0.76 | 0.763262 | 183046 | 80  | 139712 | 183046 |
| 05-Jul-18 | 0.76 | 0.76 | 0.74 | 0.74 | 0.747757 | 98968  | 90  | 74004  | 98968  |
| 04-Jul-18 | 0.75 | 0.79 | 0.73 | 0.77 | 0.758444 | 117095 | 64  | 88810  | 117095 |
| 03-Jul-18 | 0.8  | 0.81 | 0.75 | 0.76 | 0.787283 | 246642 | 104 | 194177 | 246642 |
| 02-Jul-18 | 0.73 | 0.79 | 0.73 | 0.78 | 0.781225 | 105309 | 68  | 82270  | 105309 |
| 29-Jun-18 | 0.8  | 0.8  | 0.76 | 0.76 | 0.767072 | 284612 | 129 | 218318 | 284612 |
| 28-Jun-18 | 0.84 | 0.84 | 0.8  | 0.8  | 0.80031  | 145015 | 70  | 116057 | 145015 |
| 27-Jun-18 | 0.88 | 0.9  | 0.84 | 0.84 | 0.84405  | 79423  | 68  | 67037  | 79423  |
| 26-Jun-18 | 0.89 | 0.91 | 0.86 | 0.88 | 0.868698 | 149937 | 82  | 130250 | 149937 |

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|           |      |      |      |      |          |        |     |        |        |
|-----------|------|------|------|------|----------|--------|-----|--------|--------|
| 25-Jun-18 | 0.85 | 0.92 | 0.85 | 0.9  | 0.886477 | 179329 | 73  | 158971 | 179329 |
| 22-Jun-18 | 0.9  | 0.9  | 0.87 | 0.89 | 0.889964 | 191183 | 100 | 170146 | 191183 |
| 21-Jun-18 | 0.93 | 0.96 | 0.9  | 0.91 | 0.913784 | 175721 | 110 | 160571 | 175721 |
| 20-Jun-18 | 0.95 | 0.95 | 0.92 | 0.93 | 0.934705 | 72471  | 66  | 67739  | 72471  |
| 19-Jun-18 | 0.96 | 1    | 0.93 | 0.95 | 0.945885 | 150070 | 89  | 141949 | 150070 |
| 18-Jun-18 | 1.05 | 1.06 | 0.96 | 0.96 | 0.976647 | 131373 | 105 | 128305 | 131373 |
| 15-Jun-18 | 0.96 | 1.05 | 0.96 | 1.01 | 0.979472 | 104443 | 126 | 102299 | 104443 |
| 14-Jun-18 | 1.08 | 1.08 | 1    | 1.01 | 1.012333 | 138002 | 92  | 139704 | 138002 |
| 13-Jun-18 | 1.05 | 1.08 | 0.99 | 1.05 | 1.028145 | 127626 | 102 | 131218 | 127626 |
| 12-Jun-18 | 1.05 | 1.05 | 1    | 1.04 | 1.028607 | 383304 | 204 | 394269 | 383304 |
| 11-Jun-18 | 1    | 1    | 0.96 | 1    | 0.997073 | 132908 | 95  | 132519 | 132908 |
| 08-Jun-18 | 0.95 | 0.96 | 0.95 | 0.96 | 0.956878 | 82394  | 59  | 78841  | 82394  |
| 07-Jun-18 | 0.91 | 0.95 | 0.91 | 0.92 | 0.916627 | 244359 | 156 | 223986 | 244359 |
| 06-Jun-18 | 0.93 | 1    | 0.93 | 0.95 | 0.948778 | 203039 | 164 | 192639 | 203039 |
| 05-Jun-18 | 1.01 | 1.01 | 0.96 | 0.97 | 0.972331 | 197876 | 200 | 192401 | 197876 |
| 04-Jun-18 | 1.06 | 1.07 | 1.01 | 1.01 | 1.015636 | 168964 | 126 | 171606 | 168964 |
| 01-Jun-18 | 1.13 | 1.13 | 1.04 | 1.06 | 1.050086 | 307514 | 208 | 322916 | 307514 |
| 31-May-18 | 1.1  | 1.15 | 1.06 | 1.09 | 1.089489 | 106303 | 112 | 115816 | 106303 |
| 30-May-18 | 1.16 | 1.16 | 1.1  | 1.11 | 1.115585 | 69464  | 114 | 77493  | 69464  |
| 29-May-18 | 1.15 | 1.17 | 1.1  | 1.15 | 1.13767  | 144941 | 78  | 164895 | 144941 |
| 28-May-18 | 1.2  | 1.2  | 1.11 | 1.15 | 1.127465 | 162444 | 104 | 183150 | 162444 |
| 25-May-18 | 1.18 | 1.18 | 1.08 | 1.16 | 1.140119 | 207560 | 128 | 236643 | 207560 |
| 24-May-18 | 1.2  | 1.2  | 1.1  | 1.13 | 1.141763 | 45421  | 50  | 51860  | 45421  |
| 23-May-18 | 1.05 | 1.15 | 1.05 | 1.15 | 1.091457 | 183573 | 139 | 200362 | 183573 |
| 22-May-18 | 1.17 | 1.18 | 1.1  | 1.1  | 1.109689 | 328484 | 159 | 364515 | 328484 |
| 21-May-18 | 1.18 | 1.21 | 1.14 | 1.15 | 1.156245 | 113565 | 105 | 131309 | 113565 |
| 18-May-18 | 1.18 | 1.21 | 1.14 | 1.19 | 1.177341 | 161328 | 80  | 189938 | 161328 |
| 17-May-18 | 1.16 | 1.22 | 1.13 | 1.2  | 1.185896 | 56424  | 78  | 66913  | 56424  |
| 16-May-18 | 1.2  | 1.23 | 1.13 | 1.17 | 1.177336 | 89181  | 80  | 104996 | 89181  |
| 15-May-18 | 1.2  | 1.25 | 1.16 | 1.18 | 1.19191  | 229206 | 161 | 273193 | 229206 |
| 14-May-18 | 1.22 | 1.26 | 1.2  | 1.21 | 1.226645 | 96018  | 115 | 117780 | 96018  |
| 11-May-18 | 1.22 | 1.33 | 1.22 | 1.25 | 1.253653 | 148159 | 115 | 185740 | 148159 |
| 10-May-18 | 1.25 | 1.28 | 1.16 | 1.28 | 1.226189 | 468839 | 235 | 574885 | 468839 |
| 09-May-18 | 1.26 | 1.3  | 1.18 | 1.22 | 1.251855 | 177348 | 122 | 222014 | 177348 |
| 08-May-18 | 1.29 | 1.3  | 1.2  | 1.24 | 1.255559 | 176507 | 128 | 221615 | 176507 |
| 07-May-18 | 1.25 | 1.32 | 1.25 | 1.25 | 1.265206 | 123730 | 100 | 156544 | 123730 |
| 04-May-18 | 1.28 | 1.32 | 1.26 | 1.31 | 1.299859 | 223542 | 102 | 290573 | 223542 |
| 03-May-18 | 1.3  | 1.31 | 1.26 | 1.28 | 1.281082 | 233039 | 131 | 298542 | 233039 |
| 02-May-18 | 1.31 | 1.35 | 1.28 | 1.29 | 1.298543 | 244913 | 131 | 318030 | 244913 |
| 30-Apr-18 | 1.35 | 1.35 | 1.29 | 1.31 | 1.310388 | 84504  | 104 | 110733 | 84504  |
| 27-Apr-18 | 1.37 | 1.37 | 1.3  | 1.35 | 1.327598 | 129027 | 126 | 171296 | 129027 |
| 26-Apr-18 | 1.35 | 1.39 | 1.32 | 1.33 | 1.342615 | 152483 | 162 | 204726 | 135807 |
| 25-Apr-18 | 1.39 | 1.4  | 1.35 | 1.38 | 1.367538 | 115275 | 127 | 157643 | 78650  |

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|           |      |      |      |      |          |        |     |        |        |
|-----------|------|------|------|------|----------|--------|-----|--------|--------|
| 24-Apr-18 | 1.5  | 1.5  | 1.37 | 1.4  | 1.401274 | 245438 | 179 | 343926 | 166383 |
| 23-Apr-18 | 1.41 | 1.47 | 1.39 | 1.44 | 1.435377 | 149234 | 167 | 214207 | 98310  |
| 20-Apr-18 | 1.38 | 1.45 | 1.34 | 1.4  | 1.384979 | 221755 | 214 | 307126 | 175209 |
| 19-Apr-18 | 1.44 | 1.44 | 1.38 | 1.39 | 1.397713 | 91918  | 135 | 128475 | 68683  |
| 18-Apr-18 | 1.53 | 1.53 | 1.43 | 1.44 | 1.439409 | 462762 | 289 | 666104 | 290020 |
| 17-Apr-18 | 1.57 | 1.57 | 1.47 | 1.5  | 1.524784 | 148381 | 142 | 226249 | 99225  |
| 16-Apr-18 | 1.5  | 1.57 | 1.48 | 1.5  | 1.515424 | 126552 | 123 | 191780 | 94387  |
| 13-Apr-18 | 1.53 | 1.54 | 1.47 | 1.53 | 1.502736 | 314837 | 205 | 473117 | 183927 |
| 12-Apr-18 | 1.47 | 1.56 | 1.47 | 1.52 | 1.515376 | 131925 | 139 | 199916 | 82035  |
| 11-Apr-18 | 1.59 | 1.59 | 1.48 | 1.51 | 1.509347 | 220017 | 181 | 332082 | 130729 |
| 10-Apr-18 | 1.5  | 1.55 | 1.49 | 1.54 | 1.516226 | 315025 | 276 | 477649 | 220638 |
| 09-Apr-18 | 1.63 | 1.63 | 1.51 | 1.52 | 1.529909 | 242168 | 197 | 370495 | 147575 |
| 06-Apr-18 | 1.59 | 1.62 | 1.52 | 1.56 | 1.557733 | 338348 | 216 | 527056 | 240185 |
| 05-Apr-18 | 1.6  | 1.66 | 1.58 | 1.59 | 1.608362 | 263907 | 183 | 424458 | 191097 |
| 04-Apr-18 | 1.69 | 1.7  | 1.56 | 1.64 | 1.624879 | 330405 | 240 | 536868 | 222941 |
| 03-Apr-18 | 1.59 | 1.64 | 1.5  | 1.63 | 1.586886 | 385087 | 257 | 611089 | 303458 |
| 02-Apr-18 | 1.55 | 1.59 | 1.47 | 1.57 | 1.549935 | 429485 | 209 | 665674 | 370975 |

### **LISTING FEES**

The Company had paid listing fees to the Exchange and depositories for the year 2018-19.

### **CASES OF NON-COMPLIANCES / PENALTIES**

There has been no instance of non-compliance by the Company on any matter related to capital markets. Hence, the question of imposition of penalties or strictures by SEBI or the Stock Exchanges does not arise except penalty levied imposed by Stock Exchanges due to delay in submission of quarterly compliances.

### **RISK MANAGEMENT**

The Company has been addressing various risks impacting the company and the policy of the company on risk management is provided elsewhere in this annual report in Management Discussion and Analysis.

### **ADDRESS FOR CORRESPONDENCE**

Registered office: B-32, U/G/F/B/S Office No.1, 1<sup>st</sup> Floor,  
Subhash chowk, Near hira sweets,  
vikas marg, laxmi nagar new delhi-110092  
Email: [vkjinfradevelop@yahoo.com](mailto:vkjinfradevelop@yahoo.com)  
Website: [www.vkjinfra.com](http://www.vkjinfra.com)  
Corporate Identity Number (CIN) L4540DL2010PLC200014

### **GREEN INITIATIVE IN THE CORPORATE GOVERNANCE**

As part of the green initiative process, the company has taken an initiative of sending documents like notice calling annual general meeting, Corporate Governance Report, Directors Report, audited Financial statements, auditor's report etc., by email. Physical copies are sent only to those shareholders whose email addresses are

**10<sup>th</sup> ANNUAL REPORT 2018-19**

not registered with the company and for the bounced-mail cases. Shareholders are requested to register their email id with Registrar and transfer agent / concerned depository to enable the company to send the documents in electronic form or inform the company in case they wish to receive the above documents in paper mode.

**FOR AND ON BEHALF OF THE BOARD  
VKJ INFRADEVELOPERS LIMITED**

**Sd/-  
VINOD KUMAR  
DIN: 07305118**

**Sd/-  
AUGUSTEEN KACHHAP  
DIN: 07628217**

**Date : 24.08.2019**

**Place : Delhi**





## **MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT**

The Board takes pleasure in presenting your Company's 10<sup>th</sup> Annual Report for the year 2018-19 along with the compliance report on corporate governance. This chapter on Management Discussion and Analysis forms a part of the compliance report on Corporate Governance.

The following Management Discussion and Analysis (MD&A) is intended to help the reader to understand the results of operation, financial condition of VKJ Infradevelopers Limited.

### **INDUSTRY STRUCTURE & DEVELOPMENT**

Having started as an Infrastructure Company, it has grown organically by building large network of Infrastructure Projects. The main Business of our company is basically purchase, lease, exchange, hire or otherwise and immovable property in India or otherwise.

### **OUTLOOK**

Company sought to increase workforce productivity by aligning corporate and individual goals that would result in improved business performance. Keeping in mind the requirement of growth and consolidation as well as opportunities arising we deal in selling, buying, acquiring and holding of Immoveable Property etc.

### **The Company has indentified the following threats:**

- ❖ Intense completion due to large number of players.
- ❖ Rising price of input.
- ❖ Keeping pace with technology change.

### **RISK MANAGEMENT**

Your Company continues to believe that managing risk is critical for its growth and sustenance. The Company is constantly monitoring and assessing the internal as well as external risk factors associated with day to day operations and thereby mitigating possible risks associated therewith. The Company's business operations are subjected to various risks such as changes in economy, financial risk, internal risk, technology etc.

### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

Your management attaches very high importance to corporate governance. The independent directors have full access and Visibility to any details in the company. One of the senior most members of the Board heads the audit committee. Audit committee's recommendations are taken very seriously by the board and implemented in letter and spirit. Commensurate with the size and scale of operations of the company, the company has well set processes and procedures for planning, review, revenue recognition, expenses authorization, capital expenditure approval , risk management, investments etc.

### **STRENGTH**

The Company yet to work out its future working strategy. The management will strengthen its working force to keep pace with the market condition as and when it plans to start activities at certain level.

### **RISK & CONCERNS**

The Company is mainly exposed to market risk (including liquidity risk), interest risk and credit risk.

### **INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY**

The Company strongly believes that internal control systems are necessary for Good Corporate Governance and has in place an effective system of internal controls to ensure that all assets are properly safeguarded and protected and used optimally and financial transactions are reported accurately.

**HUMAN RESOURCES**

Material development in human resources/ industrial relations front has been dealt with in the Directors' Report, under the head 'Operations' and 'Industrial Relations', which should be treated as forming part of this Management and Discussion Analysis.

**CAUTIONARY STATEMENT**

Statements in this management discussion and analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statement' within the meaning of applicable laws and regulations. Actual results may differ substantially or materially from those expressed or implied. Important development that could affect the Company's operations include a downtrend in the Industry - global or domestic or both, significant changes in political and economic environment in India, applicable statues, litigations etc.

**DISCLOSURES BY MANAGEMENT TO THE BOARD**

All disclosures relating o financial and commercial transactions where Directors may have a potential interest are provided to the Board and the interested directors do not participate in the discussion nor do they vote on such matters.

**FOR AND ON BEHALF OF THE BOARD  
VKJ INFRADEVELOPERS LIMITED**

|                      |                          |
|----------------------|--------------------------|
| <b>Sd/-</b>          | <b>Sd/-</b>              |
| <b>VINOD KUMAR</b>   | <b>AUGUSTEEN KACHHAP</b> |
| <b>DIN: 07305118</b> | <b>DIN: 07628217</b>     |

**Date : 24.08.2019**

**Place : Delhi**

**COMPLIANCE CERTIFICATE UNDER REGULATION 17(8) UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

I, Ameer Ahmad, Whole Time Director of the company certify that:

- a) I have reviewed financial statements for the financial year ended on 31<sup>st</sup> March, 2019 and that to the best of my knowledge 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) I accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of 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 they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- d) I have indicated to the Auditors and the Audit Committee:
- i. significant changes in internal control over financial reporting during the year;
  - ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii. there are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**PLACE: NEW DELHI  
DATE: 24.08.2019**

**BY ORDER OF THE BOARD  
For VKJ INFRADEVELOPERS LIMITED  
SD/-  
AMEER AHMAD  
WHOLE TIME DIRECTOR  
DIN: 08052961**

**COMPLIANCE WITH CODE OF BUSINESS CONDUCT**

I declare that as provided under applicable Clauses of Listing Agreement entered with the Stock Exchanges and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management Personnel have individually affirmed compliance with the Code of Conduct for the year ended 31st March, 2019

**PLACE: NEW DELHI**

**DATE: 24.08.2019**

**BY ORDER OF THE BOARD**

**For VKJ INFRADEVELOPERS LIMITED**

**SD/-**

**AMEER AHMAD**

**WHOLE TIME DIRECTOR**

**DIN: 08052961**



**AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

To  
The Members  
**VKJ INFRADEVELOPERS LIMITED**  
B-32, U/G/F/B/S OFFICE NO.1, 1ST FLOOR,  
SUBHASH CHOWK, NEAR HIRA SWEETS,  
VIKAS MARG, LAXMI NAGAR  
NEW DELHI - 110092

We have received the implementation of Corporate Governance produced by VKJ Infradevelopers Limited during the year ended 31<sup>st</sup> March, 2019 with the relevant records and documents maintained by the Company furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.

Compliance with the condition of Corporate Governance is the responsibility of the management. Our examination was limited to the procedure and implementation thereof, adopted by the Company for ensuring compliances with the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanation given to us and the representations made by the Directors and the Management, my opinion that the Company has complied with the conditions mentioned in the relevant provisions of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as referred to in Regulations 15(2) of Listing Regulations for the period 1st April, 2017 to 31<sup>st</sup> March, 2019.

We have to state that based on the report given by the Registrar of the Company to the Share Transfer and Shareholder/Investor Grievance Committee, there were no investor Complaints pending for action to be taken by the Company for a period of a month.

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

**FOR NISHANT ALOK & CO.**  
**Chartered Accountant**  
Sd-  
**CA Nishant Alok**  
**Proprietor**  
**Firm Registration No. 029014N**  
**M. No. 520737**

**Dated : 27.08.2019**  
**Place : Delhi**

INDEPENDENT AUDITOR'S REPORT

To,  
Board of Directors of  
M/S VKJ INFRADEVELOPERS LIMITED

**Report on the Ind AS Financial Statements**

We have audited the accompanying Ind AS financial statements of **M/S VKJ INFRADEVELOPERS LIMITED** (CIN: L45400DL2010PLC200014) ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. 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 Ind AS 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 Ind AS 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 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 Ind AS financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS 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, 2019, its Profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. 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 purpose of our audit;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) The Balance Sheet, Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - e) On the basis of written representations received from the directors as on March 31, 2019, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019, 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 2" to this report;

**For Nishant Alok & Co.  
Chartered Accountants**

**Sd-**

**CA Nishant Alok  
(Proprietor)**

**FRN: 029014N**

**M. No. 520737**

**Place: Delhi**

**Date: 28/05/2019**

**M/S VKJ INFRADEVELOPERS LIMITED.**

**“Annexure A” to the Independent Auditors’ Report**

**Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2019:**

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- (c) No immovable properties are held by the company.
- 2) (a) Company does not have any inventory at the end of the year.
- (b) In view of our comment in paragraph (a) above, clause (ii) (a) (b) and (c) of paragraph 2 of the aforesaid order are not applicable to the company.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2019 for a period of more than six months from the date on when they become payable.
- (b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.



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- 8) In our opinion and according to the information and explanations given to us, The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, managerial remuneration is payable in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions, if any with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made preferential allotment during the year under review.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For Nishant Alok & Co.**  
**Chartered Accountants**

Sd-  
**CA Nishant Alok**  
**(Proprietor)**  
**FRN: 029014N**  
**M. No. 520737**

**Place: Delhi**  
**Date: 28/05/2019**

**M/S VKJ INFRADEVELOPERS LIMITED**

**“Annexure B” to the Independent Auditors’ Report**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of **M/S VKJ INFRADEVELOPERS LIMITED** (“the Company”) as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

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”. 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 Companies Act, 2013.

**Auditors’ Responsibility**

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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, 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 Institute of Chartered Accountants of India. 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.

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.

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**

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 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**

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**

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 31 March 2019, 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 Nishant Alok & Co.  
Chartered Accountants**

**Sd-**

**CA Nishant Alok**

**(Proprietor)**

**FRN: 029014N**

**M. No. 520737**

**Place: Delhi**

**Date: 28/05/2019**

## VKJ INFRADEVELOPERS LTD

CIN: U45400DL2010PLC200014

Reg. Office: B-32, U/G/F/B/S OFFICE NO.1, 1ST FLOOR, SUBHASH CHOWK, NEAR HIRA SWEETS, VIKAS MARG, LAXMI NAGAR, NEW DELHI 110092

Balance Sheet as at 31st March 2019

(Amount in Rupees)

| Particulars                        | Note No. | As at 31.03.2019      | As at 31.03.2018      | As at 31.03.2017      |
|------------------------------------|----------|-----------------------|-----------------------|-----------------------|
| 1                                  | 2        | 3                     | 4                     |                       |
| <b>(1) ASSETS</b>                  |          |                       |                       |                       |
| <b>Non-current assets</b>          |          |                       |                       |                       |
| (a) Property, Plant and Equipment  | 6        | 167,217.05            | 226,231.14            | 319,597.20            |
| (b) Capital work-in-progress       |          |                       |                       |                       |
| (c) Goodwill                       |          |                       |                       |                       |
| (d) Financial Assets               |          |                       |                       |                       |
| (i) Investments                    | 7        | 55,850,000.00         | 55,850,000.00         | 55,850,000.00         |
| (ii) Trade receivables             |          |                       |                       |                       |
| (iii) Loans & Advances             | 8        | 147,503,504.68        | 154,392,722.68        | 151,836,734.18        |
| (e) Deferred tax assets (net)      | 9        | 93,163.00             | 92,683.00             | 84,352.00             |
| (f) Other non-current assets       | 10       | 414,129.00            | 433,408.25            | 1,116,622.00          |
| <b>(2) Current assets</b>          |          |                       |                       |                       |
| (a) Inventories                    |          |                       |                       |                       |
| (b) Financial Assets               |          |                       |                       |                       |
| (i) Investments                    | 7        | -                     | -                     |                       |
| (ii) Trade receivables             | 11       | 58,071,224.29         | 59,216,424.29         | 50,959,847.29         |
| (iii) Cash and cash equivalents    | 12       | 547,459.66            | 366,831.86            | 471,203.86            |
| (v) Loans & Advances               | 8        | 99,557,381.00         | 93,119,607.00         | 91,686,579.00         |
| (c) Current Tax Assets (Net)       |          |                       |                       |                       |
| (d) Other current assets           | 10       | 722,645.80            | 607,287.80            | 443,511.80            |
| <b>Total Assets</b>                |          | <b>362,926,724.48</b> | <b>364,305,196.03</b> | <b>352,768,447.33</b> |
| <b>EQUITY AND LIABILITIES</b>      |          |                       |                       |                       |
| <b>Equity</b>                      |          |                       |                       |                       |
| (a) Equity Share capital           | 13       | 237,996,934.00        | 237,996,934.00        | 178,497,700.00        |
| (b) Other Equity                   | 14       | 22,910,573.48         | 22,828,115.03         | 81,844,832.33         |
| <b>LIABILITIES</b>                 |          |                       |                       |                       |
| <b>Non-current liabilities</b>     |          |                       |                       |                       |
| (a) Financial Liabilities          |          |                       |                       |                       |
| (i) Borrowings                     | 15       | 13,126,110.00         | 15,025,000.00         | 15,025,000.00         |
| (ii) Trade payables                |          |                       |                       |                       |
| (b) Deferred tax liabilities (Net) |          |                       |                       |                       |
| (c) Other non-current liabilities  |          |                       |                       |                       |
| <b>Current liabilities</b>         |          |                       |                       |                       |
| (a) Financial Liabilities          |          |                       |                       |                       |
| (i) Borrowings                     | 15       | 18,035,317.00         | 18,035,317.00         | 18,035,317.00         |

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|                                     |    |                       |                       |                       |
|-------------------------------------|----|-----------------------|-----------------------|-----------------------|
| (ii) Trade payables                 | 16 | 61,667,526.00         | 61,667,526.00         | 50,760,259.00         |
| (b) Other current liabilities       | 17 | 9,161,211.00          | 8,580,402.00          | 8,441,213.00          |
| (d) Tax Liabilities (Net)           | 18 | 29,053.00             | 171,902.00            | 164,126.00            |
| <b>Total Equity and Liabilities</b> |    | <b>362,926,724.48</b> | <b>364,305,196.03</b> | <b>352,768,447.33</b> |

**See accompanying notes to the financial statements**

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Notes referred to above and notes attached there to form an integral part of Balance Sheet  
As per our report of even date attached.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**For Nishant Alok & Co.  
Chartered Accountants**

**VKJ INFRADEVELOPERS LTD**

**Sd-  
  
(CA Nishant Alok)  
Proprietorship  
Firm Reg.No.: 029014N  
M.No.: 520737**

**Sd-  
  
Vinod Kumar  
(Director)  
DIN: 07305118**

**Sd-  
  
Agusteen  
Kachhap  
(Director)  
DIN: 07628217**

**Date: 28.05.2019  
Place: New Delhi**

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VKJ INFRADEVELOPERS LTD

CIN: U45400DL2010PLC200014

Reg. Office: B-32, U/G/F/B/S OFFICE NO.1, 1ST FLOOR, SUBHASH CHOWK, NEAR HIRA SWEETS, VIKAS MARG,  
LAXMI NAGAR, NEW DELHI 110092

Statement of Profit and Loss for the period ended 31st March 2019

(Amount in Rupees)

| Particulars   | Note No. | Year ended 31.03.2019 | Year ended 31.03.2018 |
|---|----------|-----------------------|-----------------------|
| I Revenue From Operations   | 19       | -                     | 27,258,255.00         |
| II Other Income   |          | 2,875,065.00          | 4,683,198.50          |
| III <b>Total Income (I+II)</b>  |          | <b>2,875,065.00</b>   | <b>31,941,453.50</b>  |
| IV <b>EXPENSES</b>  |          |                       |                       |
| Cost of materials consumed  |          |                       |                       |
| Purchases of Stock-in-Trade   |          | -                     | 26,696,467.00         |
| Changes in inventories of finished goods,                             |          |                       |                       |
| Stock-in -Trade and work-in-progress                                  |          |                       |                       |
| Employee benefits expense   | 20       | 1,426,064.00          | 1,969,672.00          |
| Finance costs   | 21       | -                     | -                     |
| Depreciation and amortization expense                                 | 22       | 59,014.10             | 93,366.05             |
| Other expenses  | 23       | 1,278,710.45          | 2,541,330.75          |
| <b>Total expenses (IV)</b>  |          | <b>2,763,788.55</b>   | <b>31,300,835.80</b>  |
| V Profit/(loss) before exceptional items and tax (I- IV)              |          | 111,276.45            | 640,617.70            |
| VI Exceptional Items  |          | -                     | -                     |
| VII Profit/(loss) before tax (V-VI)                                   |          | 111,276.45            | 640,617.70            |
| VIII Tax expense:   |          |                       |                       |
| (1) Current tax   |          | 29,053.00             | 171,902.00            |
| (2) Deferred tax  |          | (480.00)              | (8,331.00)            |
| (3) Income tax Adjustment   |          | 245.00                | (5,470.00)            |
| (4) Deferred tax Adjustment   |          | -                     | -                     |
| IX Profit (Loss) for the period from continuing operations (VII-VIII) |          | 82,458.45             | 482,516.70            |
| X Profit/(loss) from discontinued operations                          |          | 4,432,549.03          | 3,950,032.33          |
| XI Tax expense of discontinued operations                             |          | -                     | -                     |
| XII Profit/(loss) from Discontinued operations (after tax) (X-XI)     |          | -                     | -                     |
| XIII Profit/(loss) for the period (IX+XII)                            |          | 4,515,007.48          | 4,432,549.03          |
| XIV Other Comprehensive Income  |          |                       |                       |
| A (i) Items that will not be reclassified to profit or loss           |          | -                     | -                     |

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|   |    |  |              |              |
|---|----|--|--------------|--------------|
| (ii) Income tax relating to items that will not be reclassified to profit or loss   |    |  |              |              |
| B (i) Items that will be reclassified to profit or loss   |    |  |              |              |
| (ii) Income tax relating to items that will be reclassified to profit or loss   |    |  |              |              |
| Total Other Comprehensive Income  |    |  | -            | -            |
| Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period |    |  | 4,515,007.48 | 4,432,549.03 |
| Earnings per equity share (Face Value of Rs. 10/- each)   | 24 |  |              |              |
| (1) Basic   |    |  | 0.00         | 0.00         |
| (2) Diluted   |    |  | 0.00         | 0.00         |

**See accompanying notes to the financial statements**

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Notes referred to above and notes attached there to form an integral part of Balance Sheet

As per our report of even date attached.

**For Nishant Alok & Co.**  
**Chartered Accountants**

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**VKJ INFRADEVELOPERS LTD**

**Sd-**  
**(CA Nishant Alok)**  
**Proprietorship**  
**Firm Reg.No.: 029014N**  
**M.No.: 520737**

**Sd-**  
**Vinod Kumar**  
**(Director)**  
**DIN: 07305118**

**Sd-**  
**Agusteen Kachhap**  
**(Director)**  
**DIN: 07628217**

**Date: 28.05.2019**  
**Place: New Delhi**

## VKJ INFRADEVELOPERS LTD

CIN: U45400DL2010PLC200014

Reg. Office: B-32, U/G/F/B/S OFFICE NO.1, 1ST FLOOR, SUBHASH CHOWK, NEAR HIRA SWEETS,  
VIKAS MARG, LAXMI NAGAR, NEW DELHI 110092

## Cash Flow Statement for the year ended 31st, March 2019

| Particulars  | Amounts Rs.           | Amounts Rs.           |
|--|-----------------------|-----------------------|
|  | Year ended 31.03.2019 | Year ended 31.03.2018 |
| <b><u>(A) CASH FLOW FROM OPERATING ACTIVITIES:-</u></b>          |                       |                       |
| 1. Net profit before tax   | 111,276               | 640,618               |
| <b>2. Adjustment for:</b>  |                       |                       |
| <u>Add:</u> Depreciation & Amortisation Expenses                 | 59,014                | 93,366                |
| <u>Add:</u> Amortization Expenses / Written off                  | 314,279               | 683,214               |
| <u>Less:</u> Other Income  | (2,875,065)           | (4,683,199)           |
| <b>Operating Profit before Working capital changes</b>           | <b>(2,390,495)</b>    | <b>(3,266,001)</b>    |
| <b>3. Working Capital Changes:</b>                               |                       |                       |
| Decrease (Increase) in Trade & Other Receivables                 | 1,145,200             | (8,256,577)           |
| Decrease (Increase) in Other Current Assets                      | (115,358)             | (163,776)             |
| Decrease (Increase) in Other Non Current Assets                  | -                     | -                     |
| Increase (Decrease) in Trade & Other Payables                    | -                     | 10,907,267            |
| Increase (Decrease) in Current Liabilities & Provisions          | -                     | -                     |
| Increase (Decrease) in Other Liabilities                         | 580,809               | 139,189               |
| <b>Net Changes in Working Capital</b>                            | <b>1,610,651</b>      | <b>2,626,103</b>      |
| <b>Cash Generated from Operations</b>                            | <b>(779,844)</b>      | <b>(639,898)</b>      |
| Adjustment of Taxes  | 172,148               | 158,657               |
| <b>Net Cash Flow from Operating Activities (A)</b>               | <b>(951,992)</b>      | <b>(798,555)</b>      |
| <b><u>(B.) CASH FLOW FROM INVESTING ACTIVITIES :</u></b>         |                       |                       |
| Purchase of Property, Plant & Equipment                          |                       | -                     |
| <b><u>Non Current Financial Assets</u></b>                       |                       |                       |
| (Increase) Decrease in Loans & Advances                          | 6,889,218             | (2,555,989)           |
| (Increase) Decrease in Other Non Current Assets                  |                       |                       |
| <b><u>Current Financial Assets</u></b>                           |                       |                       |
| (Increase) Decrease in Loans & Advances                          | (6,437,774)           | (1,433,028)           |
| Other Income   | 2,875,065             | 4,683,199             |
| (Increase) Decrease in Current Investments                       | -                     | -                     |
| <b>Net Cash Flow from Investing Activities (B)</b>               | <b>3,326,509</b>      | <b>694,182</b>        |
| <b><u>(C.) CASH FLOW FROM FINANCING ACTIVITIES :</u></b>         |                       |                       |
| Issue of share capital and Proceeds from Share Application Money | -                     | -                     |



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|  |                    |                  |
|--|--------------------|------------------|
| <b><u>Non Current Financial Assets</u></b>                                     |                    |                  |
| Increase / (Decrease) in Borrowings  | (1,898,890)        | -                |
| <b><u>Current Financial Assets</u></b>   |                    |                  |
| Increase / (Decrease) in Borrowings  | -                  | -                |
| Increase in Preliminary Expenses   | (295,000)          | -                |
| <b>Net Cash Flow from Financing Activities (C)</b>                             | <b>(2,193,890)</b> | <b>-</b>         |
| <b>Net Increase / (Decrease) in Cash &amp; Cash Equivalents ( A-<br/>B+C )</b> | <b>180,627</b>     | <b>(104,373)</b> |
| <b>Cash and cash equivalents at the beginning of the year /<br/>Period</b>     | <b>366,832</b>     | <b>471,204</b>   |
| <b>Cash and cash equivalents at the end of the year/<br/>Period</b>            | <b>547,460</b>     | <b>366,832</b>   |

\* Note: The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard

As per our report of even date attached.

**For Nishant Alok & Co.**  
**Chartered Accountants**

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**VKJ INFRADEVELOPERS LTD**

**Sd-**  
**(CA Nishant Alok)**  
**Proprietorship**  
**Firm Reg.No.: 029014N**  
**M.No.: 520737**

**Sd-**  
**Vinod Kumar**  
**(Director)**  
**DIN: 07305118**

**Sd-**  
**Agusteen Kachhap**  
**(Director)**  
**DIN: 07628217**

**Date: 28.05.2019**  
**Place: New Delhi**

## VKJ INFRADEVELOPERS LTD

CIN: U45400DL2010PLC200014

Reg. Office: B-32, U/G/F/B/S OFFICE NO.1, 1ST FLOOR, SUBHASH CHOWK, NEAR HIRA SWEETS, VIKAS MARG, LAXMI NAGAR, NEW DELHI 110092

## Statement of Changes in Equity for the period ended 31st March 2019

(Amount in Rupees)

## A. Equity Share Capital

| Balance as at 01.04.2017 | Changes in equity capital during the year | Changes in share during the year | Balance as at 31.03.2018 | Changes in equity share capital during the year | Balance as at 31.03.2019 |
|--------------------------|---|----------------------------------|--------------------------|---|--------------------------|
| 178,497,700.00           | 59,499,234.00                             |                                  | 237,996,934.00           |   | 237,996,934.00           |

## B. Other Equity

|   | Reserves and Surplus |                            |                                 |                   | Total         |
|---|----------------------|----------------------------|---------------------------------|-------------------|---------------|
|   | Capital Reserve      | Securities Premium Reserve | Other Reserves (specify nature) | Retained Earnings |               |
| Balance as at 01.04.2017                | -                    | 77,894,800.00              |                                 | 3,950,032.33      | 81,844,832.33 |
| Profit / (Loss) for the year            | -                    | -                          |                                 | 482,516.70        | 482,516.70    |
| Less : Bonus Share                      |                      | 59,499,234.00              |                                 |                   |               |
| Balance as at 31.03.2018                | -                    | 18,395,566.00              | -                               | 4,432,549.03      | 22,828,115.03 |
| Profit / (Loss) for the year            | -                    | -                          |                                 | 82,458.45         | 82,458.45     |
| Other Comprehensive Income for the year | -                    | -                          | -                               | -                 | -             |
| Balance as at 31.03.2019                | -                    | 18,395,566.00              | -                               | 4,515,007.48      | 22,910,573.48 |

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**VKJ INFRADEVELOPERS LTD**

**CIN: U45400DL2010PLC200014**

**Reg. Office: B-32, U/G/F/B/S OFFICE NO.1, 1ST FLOOR, SUBHASH CHOWK, NEAR HIRA SWEETS, VIKAS MARG, LAXMI NAGAR, NEW DELHI 110092**

**Notes to the Financial Statement for the year ended March 31, 2019**

**(Amount in Rupees)**

**Note : 6**

**Property, plant and equipment**

| <b>Particulars</b>                       |                  |                                |                | <b>As at 31.03.2019</b>      | <b>As at 31.03.2018</b> |
|--|------------------|--------------------------------|----------------|------------------------------|-------------------------|
| Computer & Software                      |                  |                                |                | 14,566.00                    | 14,566.00               |
| Furniture & Fixture                      |                  |                                |                | 118,961.56                   | 163,635.04              |
| Printer                                  |                  |                                |                | 869.98                       | 1,363.92                |
| Plant & Machinery                        |                  |                                |                | 32,819.50                    | 46,666.18               |
| <b>Total</b>                             |                  |                                |                | <b>167,217.05</b>            | <b>226,231.14</b>       |
|  | <b>Computer</b>  | <b>Furniture &amp; Fixture</b> | <b>Printer</b> | <b>Plant &amp; Machinery</b> | <b>Total</b>            |
| <b>Balance as at 1.04.2018</b>           | 305,068.00       | 763,162.00                     | 17,400.00      | 271,784.00                   | 1,357,414.00            |
| <b>Additions</b>                         | -                | -                              | -              | -                            | -                       |
| <b>Disposals/Adjustments</b>             | -                | -                              | -              | -                            | -                       |
| <b>Balance as at 31.03.2019</b>          | 305,068.00       | 763,162.00                     | 17,400.00      | 271,784.00                   | 1,357,414.00            |
| <b>Accumulated depreciation</b>          |                  |                                |                |                              |                         |
| <b>Balance as at 1.04.2018</b>           | 290,502.00       | 599,526.96                     | 16,036.07      | 225,117.82                   | 1,131,182.85            |
| <b>Additions</b>                         | -                | 44,673.48                      | 493.94         | 13,846.68                    | 59,014.10               |
| <b>Disposals/Adjustments</b>             | -                | -                              | -              | -                            | -                       |
| <b>Balance as at 31.03.2019</b>          | 290,502.00       | 644,200.44                     | 16,530.02      | 238,964.50                   | 1,190,196.95            |
| <b>Carrying amounts as at 31.03.2019</b> | <b>14,566.00</b> | <b>118,961.56</b>              | <b>869.98</b>  | <b>32,819.50</b>             | <b>167,217.05</b>       |
|  | <b>Computer</b>  | <b>Furniture &amp; Fixture</b> | <b>Printer</b> | <b>Plant &amp; Machinery</b> | <b>Total</b>            |
| <b>Balance as at</b>                     | 305,068.00       | 763,162.00                     | 17,400.00      | 271,784.00                   | 1,357,414.00            |

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|  |                  |                   |                 |                  |                   |
|--|------------------|-------------------|-----------------|------------------|-------------------|
| <b>1.04.2017</b>                         |                  |                   |                 |                  |                   |
| <b>Additions</b>                         | -                | -                 | -               | -                | -                 |
| <b>Disposals/Adjustments</b>             | -                | -                 | -               | -                | -                 |
| <b>Balance as at 31.03.2018</b>          | 305,068.00       | 763,162.00        | 17,400.00       | 271,784.00       | 1,357,414.00      |
| <b>Accumulated depreciation</b>          |                  |                   |                 |                  |                   |
| <b>Balance as at 1.04.2017</b>           | 279,742.05       | 537,937.48        | 14,858.52       | 205,278.75       | 1,037,816.80      |
| <b>Additions</b>                         | 10,759.95        | 61,589.48         | 1,177.55        | 19,839.07        | 93,366.05         |
| <b>Disposals/Adjustments</b>             | -                | -                 | -               | -                | -                 |
| <b>Balance as at 31.03.2018</b>          | 290,502.00       | 599,526.96        | 16,036.07       | 225,117.82       | 1,131,182.86      |
| <b>Carrying amounts as at 31.03.2018</b> | <b>14,566.00</b> | <b>163,635.04</b> | <b>1,363.93</b> | <b>46,666.18</b> | <b>226,231.14</b> |

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**VKJ INFRADEVELOPERS LTD**

**CIN: U45400DL2010PLC200014**

**Reg. Office: B-32, U/G/F/B/S OFFICE NO.1, 1ST FLOOR, SUBHASH CHOWK, NEAR HIRA SWEETS, VIKAS MARG, LAXMI NAGAR, NEW DELHI 110092**

**Notes to the Financial Statement for the year ended March 31, 2019**

**Note : 7 Investment**

| Sr. No | Particulars   | As at 31.03.2019     | As at 31.03.2018     | As at 31.03.2017     |
|--------|---|----------------------|----------------------|----------------------|
| -      | <b><u>Non Current</u></b>                                       |                      |                      |                      |
| 1      | <u>Investment in Equity Instrument</u>                          | 55,850,000.00        | 55,850,000.00        | 55,850,000.00        |
|        | <b>Total</b>  | <b>55,850,000.00</b> | <b>55,850,000.00</b> | <b>55,850,000.00</b> |
| 1      | <b><u>Current</u></b><br><u>Investment in Equity Instrument</u> |                      | -                    | -                    |
|        | <b>Total</b>  | -                    | -                    | -                    |

**Note : 8 Loan and Advances**

| Sr. No | Particulars   | As at 31.03.2019      | As at 31.03.2018      | As at 31.03.2017      |
|--------|---|-----------------------|-----------------------|-----------------------|
| -      | <b><u>Non Current</u></b>                               |                       |                       |                       |
| 1      | <u>Loan &amp; Advances - Unsecured, considered good</u> | 147,503,504.68        | 154,392,722.68        | 151,836,734.18        |
|        | <b>Total</b>  | <b>147,503,504.68</b> | <b>154,392,722.68</b> | <b>151,836,734.18</b> |
| -      | <b><u>Current</u></b>                                   |                       |                       |                       |
| 1      | <u>Loan &amp; Advances - Unsecured, considered good</u> | 99,557,381.00         | 93,119,607.00         | 91,686,579.00         |
| 2      | <u>Advance For Purchase</u>                             | -                     | -                     | -                     |
|        | <b>Total</b>  | <b>99,557,381.00</b>  | <b>93,119,607.00</b>  | <b>91,686,579.00</b>  |

**Note : 9 Deferred Tax Assets (Net)**

| Sr. No | Particulars         | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
|--------|---------------------|------------------|------------------|------------------|
| 1      | Deferred Tax Assets | 93,163           | 92,683.00        | 84,352.00        |
|        | <b>Total</b>        | <b>93,163</b>    | <b>92,683.00</b> | <b>84,352.00</b> |

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**Note : 10 Other assets**

| Sr. No | Particulars               | As at 31.03.2019  | As at 31.03.2018  | As at 31.03.2017    |
|--------|---------------------------|-------------------|-------------------|---------------------|
|        | <b><u>Non Current</u></b> |                   |                   |                     |
| 1      | Security Deposits         | -                 | -                 | -                   |
| 2      | Misc. Expenditure         | 414,129.00        | 433,408.25        | 1,116,622.00        |
|        | <b>Total</b>              | <b>414,129.00</b> | <b>433,408.25</b> | <b>1,116,622.00</b> |
|        | <b><u>Current</u></b>     |                   |                   |                     |
| 1      | TDS                       | 699,130.00        | 583,772.00        | 392,896.00          |
| 2      | TDS FY 2014-15            | 21,600.00         | 21,600.00         | 48,700.00           |
| 3      | CENVAT CREDIT             | 1,915.80          | 1,915.80          | 1,915.80            |
|        | <b>Total</b>              | <b>722,645.80</b> | <b>607,287.80</b> | <b>443,511.80</b>   |

**Note : 11 Trade Receivable**

| Sr. No | Particulars  | As at 31.03.2019     | As at 31.03.2018     | As at 31.03.2017     |
|--------|--|----------------------|----------------------|----------------------|
|        | <b><u>Current</u></b>                              |                      |                      |                      |
| 1      | <b><u>Outstanding for more than six months</u></b> |                      |                      |                      |
|        | Unsecured, Considered Good :                       | -                    | -                    | -                    |
|        | <b><u>Other</u></b>                                |                      |                      |                      |
|        | Unsecured, Considered Good :                       | 58,071,224.29        | 59,216,424.29        | 50,959,847.29        |
|        | <b>Total</b>                                       | <b>58,071,224.29</b> | <b>59,216,424.29</b> | <b>50,959,847.29</b> |

**Note : 12 Cash & Cash Equivalent**

| Sr. No | Particulars                       | As at 31.03.2019  | As at 31.03.2018  | As at 31.03.2017  |
|--------|-----------------------------------|-------------------|-------------------|-------------------|
| 1      | <u>Cash-in-Hand</u>               |                   |                   |                   |
|        | Cash Balance                      | 10,219.00         | 94,009.00         | 198,381.00        |
|        | Sub Total (A)                     | 10,219.00         | 94,009.00         | 198,381.00        |
| 2      | <u>Bank Balance</u>               |                   |                   |                   |
|        | Bank Balance (With Schedule Bank) | 537,240.66        | 272,822.86        | 272,822.86        |
|        | Sub Total (B)                     | 537,240.66        | 272,822.86        | 272,822.86        |
|        | <b>Total [ A + B ]</b>            | <b>547,459.66</b> | <b>366,831.86</b> | <b>471,203.86</b> |

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**Note : 13 Share Capital**

| Sr. No | Particulars   | As at 31.03.2019      | As at 31.03.2018      | As at 31.03.2017      |
|--------|---|-----------------------|-----------------------|-----------------------|
| 1      | -<br><b>AUTHORIZED CAPITAL</b><br>24,75,00,000 Equity Shares of Re. 1/- each          | 247,500,000.00        | 247,500,000.00        | 247,500,000.00        |
| 2      | <b>ISSUED</b><br>23,79,96,934 Equity Shares of Re. 1/- each                           | 237,996,934.00        | 237,996,934.00        | 178,497,700.00        |
| 3      | <b>SUBSCRIBED &amp; PAID UP CAPITAL</b><br>23,79,96,934 Equity Shares of Re. 1/- each | 237,996,934.00        | 237,996,934.00        | 178,497,700.00        |
|        | <b>Total</b>  | <b>237,996,934.00</b> | <b>237,996,934.00</b> | <b>178,497,700.00</b> |

| Sr. No | Reconciliation of Number of Shares:                    | As at 31.03.2019   | As at 31.03.2018   |
|--------|--|--------------------|--------------------|
|        | Particulars  | Number             | Number             |
| 1      | Shares outstanding at the beginning of the year        | 237,996,934        | 178,497,700        |
| 2      | Shares Issued during the year (Preferential Allotment) |                    | 59,499,234         |
| 3      | Shares bought back during the year                     | -                  | -                  |
| 4      | Shares outstanding at the end of year                  | 237,996,934        | 237,996,934        |
|        | <b>Total</b>   | <b>237,996,934</b> | <b>237,996,934</b> |

**Details of Shareholders holding more than 5% Shares**

|   | Particulars         | As at 31.03.2019   |              |
|---|---------------------|--------------------|--------------|
|   |                     | No. of Shares held | % of Holding |
| 1 | Arun Kumar Chalukya | 54,819,440.00      | 23.03%       |

**Note : 14 Other Equity**

| Sr. No | Particulars                                     | As at 31.03.2019     | As at 31.03.2018     | As at 31.03.2017     |
|--------|---|----------------------|----------------------|----------------------|
| 1      | Securities Premium                              | 18,395,566.00        | 77,894,800.00        | 77,894,800.00        |
|        | Less: Bonus Share                               | -                    | 59,499,234.00        | -                    |
|        | Sub Total (A)                                   | <b>18,395,566.00</b> | <b>18,395,566.00</b> | <b>77,894,800.00</b> |
| 2      | -<br><b>Surplus (Profit &amp; Loss Account)</b> |                      |                      |                      |

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|  |                                   |                      |                      |                      |
|--|-----------------------------------|----------------------|----------------------|----------------------|
|  | Op. Balance of Profits & Loss A/C | 4,432,549.03         | 3,950,032.33         | 3,622,298.92         |
|  | Current Year Profit & Loss A/C    | 82,458.45            | 482,516.70           | 327,733.41           |
|  | <b>Sub Total (B)</b>              | 4,515,007.48         | 4,432,549.03         | 3,950,032.33         |
|  | <b>Total [ A + B ]</b>            | <b>22,910,573.48</b> | <b>22,828,115.03</b> | <b>81,844,832.33</b> |

**Note : 15 Borrowing**

| Sr. No | Particulars                            | As at 31.03.2019     | As at 31.03.2018     | As at 01.04.2017     |
|--------|--|----------------------|----------------------|----------------------|
| -      | <b>Non Current</b>                     |                      |                      |                      |
| 1      | <u>Borrowing from Corporate Bodies</u> | 13,126,110.00        | 15,025,000.00        | 15,025,000.00        |
|        | <b>Total</b>                           | <b>13,126,110.00</b> | <b>15,025,000.00</b> | <b>15,025,000.00</b> |
| -      | <b>Current</b>                         |                      |                      |                      |
| 1      | <u>Borrowing from Corporate Bodies</u> | 18,035,317.00        | 18,035,317.00        | 18,035,317.00        |
|        | <b>Total</b>                           | <b>18,035,317.00</b> | <b>18,035,317.00</b> | <b>18,035,317.00</b> |

**Note : 16 Trade Payable**

| Sr. No | Particulars    | As at 31.03.2019     | As at 31.03.2018     | As at 01.04.2017     |
|--------|----------------|----------------------|----------------------|----------------------|
| -      | <b>Current</b> |                      |                      |                      |
| 1      | Trade Payable  | 61,667,526.00        | 61,667,526.00        | 50,760,259.00        |
|        | <b>Total</b>   | <b>61,667,526.00</b> | <b>61,667,526.00</b> | <b>50,760,259.00</b> |

**Note : 17 Other Current Liabilities**

| Sr. No | Particulars        | As at 31.03.2019    | As at 31.03.2018    | As at 01.04.2017    |
|--------|--------------------|---------------------|---------------------|---------------------|
| 1      | Audit Fees Payable | 67,580.00           | 65,000.00           | 50,000.00           |
| 2      | Salary payable     | 663,210.00          | 351,706.00          | 116,836.00          |
| 3      | Expenses Payable   | -                   | -                   | -                   |
| 4      | TDS Payable        | -                   | -                   | -                   |
| 5      | Other Payable      | 8,430,421.00        | 8,163,696.00        | 8,274,377.00        |
|        | <b>Total</b>       | <b>9,161,211.00</b> | <b>8,580,402.00</b> | <b>8,441,213.00</b> |



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**Note : 18 Current Tax Liabilities**

| Sr. No | Particulars              | As at 31.03.2019 | As at 31.03.2018  | As at 01.04.2017  |
|--------|--------------------------|------------------|-------------------|-------------------|
| 1      | Provision For Income Tax | 29,053.00        | 171,902.00        | 164,126.00        |
|        | <b>Total</b>             | <b>29,053.00</b> | <b>171,902.00</b> | <b>164,126.00</b> |

**Note : 19 Revenue from Operations**

| Sr. No | Particulars            | As at 31.03.2019 | As at 31.03.2018  |
|--------|------------------------|------------------|-------------------|
| 1      | Income From Operations | -                | 27,258,255.00     |
|        | <b>Total</b>           | <b>-</b>         | <b>27,258,255</b> |

**Note : 20 Employment Benefit Expenses**

| Sr. No | Particulars              | As at 31.03.2019    | As at 31.03.2018    |
|--------|--------------------------|---------------------|---------------------|
| 1      | Salary                   | 1,216,854.00        | 1,500,000.00        |
| 2      | Staff Welfare            | 122,210.00          | 121,672.00          |
| 3      | Remuneration to Director | 87,000.00           | 348,000.00          |
|        | <b>Total</b>             | <b>1,426,064.00</b> | <b>1,969,672.00</b> |

**Note :21 Financial Cost**

| Sr. No | Particulars   | As at 31.03.2019 | As at 31.03.2018 |
|--------|---------------|------------------|------------------|
| 1      | Bank Interest | -                | -                |
|        | <b>Total</b>  | <b>-</b>         | <b>-</b>         |

**Note : 22 Depreciation & Amortised Cost**

| Sr. No | Particulars  | As at 31.03.2019 | As at 31.03.2018 |
|--------|--------------|------------------|------------------|
| 1      | Depreciation | 59,014.10        | 93,366.05        |
|        | <b>Total</b> | <b>59,014.10</b> | <b>93,366.05</b> |

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Note : 23 Other Expenses

| Sr. No | Particulars                            | As at 31.03.2019    | As at 31.03.2018    |
|--------|--|---------------------|---------------------|
| 1      | <b><u>Administrative Expenses:</u></b> |                     |                     |
|        | Accounting Charges                     | 74,000.00           | 81,000.00           |
|        | Advertisement Expenses                 | 30,854.00           | 62,988.00           |
|        | Business Promotion Expenses            | -                   | 956,552.00          |
|        | Bank Charges                           | 778.20              | -                   |
|        | Conveyance                             | 83,416.00           | 54,560.00           |
|        | Intt. On TDS                           | 1,080.00            | -                   |
|        | Legal & Professional                   | 74,270.00           | 60,662.00           |
|        | Printing & Stationary                  | 75,256.00           | 51,511.00           |
|        | Office Expenses                        | 115,491.00          | 132,182.00          |
|        | Telephone Expenses                     | 79,838.00           | 41,021.00           |
|        | Misc. Expenses                         | 110,258.00          | 91,641.00           |
|        | Preliminary Expenses W/O               | 314,279.25          | 683,213.75          |
|        | Rent                                   | -                   | 90,000.00           |
|        | Custodian Fees                         | 294,190.00          | 221,000.00          |
|        | Filling Fees                           | -                   | -                   |
|        | Electricity & Water Exp.               | -                   | -                   |
|        | ROC Fees                               | -                   | -                   |
|        | Listing Fees                           | -                   | -                   |
|        | Web Charges                            | -                   | -                   |
|        | Direct Expenses                        | -                   | -                   |
|        | Insurance Charges                      | -                   | -                   |
|        | Travelling Expenses & Conveyance       | -                   | -                   |
|        | Storage Expenses                       | -                   | -                   |
|        | <b><u>Payment to Auditors:</u></b>     |                     |                     |
|        | Audit Fees                             | 25,000.00           | 15,000.00           |
|        | <b>Total</b>                           | <b>1,278,710.45</b> | <b>2,541,330.75</b> |

Note : 23 Earning per Shares

| Sr. No | Particulars  | As at 31.03.2019 | As at 31.03.2018 |
|--------|--|------------------|------------------|
| 1      | Net profit after tax available for Equity Shareholders (Rs.) (A) | 82,458           | 482,517          |
| 2      | Weighted Avg. Number Equity Shares outstanding (Nos.) (B)        | 237,996,934      | 237,996,934      |
| 3      | Dilutive potential Equity Shares (Nos.)                          | -                | -                |
| 4      | Dilutive shares outstanding (Nos.) (C)                           | 237,996,934      | 237,996,934      |
| 5      | Nominal value per Equity Shares (Rs./ Share)                     | 1                | 1                |
| 6      | Basic Earnings per share (Rs./ Share) (A) / (B)                  | 0.00             | 0.00             |
| 7      | Diluted Earnings per share (Rs./ Share) (A) / (C)                | 0.00             | 0.00             |

Notes referred to above and notes attached there to form an integral part of  
Balance Sheet

As per our report of even date attached.

**For Nishant Alok & Co.**  
**Chartered Accountants**

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**VKJ INFRADEVELOPERS LTD**

Sd-

**(CA Nishant Alok)**  
**Proprietorship**  
**Firm Reg.No.: 029014N**  
**M.No.: 520737**

Sd-

**Vinod Kumar**  
**(Director)**  
**DIN: 07305118**

Sd-

**Agusteen**  
**Kachhap**  
**(Director)**  
**DIN: 07628217**

**Date: 28.05.2019**

**Place: New Delhi**

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**VKJ INFRADEVELOPERS LTD**

**Fixed Assets & Depreciation**  
**Schedule**

AS PER INCOME TAX ACT

| PARTICULARS         | OP.BAL.                   | ADDITION                 |                             | DELETION | BALANCE           | RATE | DEPRECIATION<br>FOR THE YEAR | NET BLOCK                    |
|---------------------|---------------------------|--------------------------|-----------------------------|----------|-------------------|------|------------------------------|------------------------------|
|                     | Value as on<br>01.04.2018 | MORE<br>THAN 180<br>DAYS | LESS<br>THAN<br>180<br>DAYS |          |                   |      |                              | Value as<br>on<br>31.03.2019 |
| Computer            | 1,896.00                  | -                        | -                           | -        | 1,896.00          | 60%  | 1,138.00                     | 758.00                       |
| Furniture & Fixture | 413,693.00                | -                        | -                           | -        | 413,693.00        | 10%  | 41,369.00                    | 372,324.00                   |
| Plant & Machinery   | 99,702.00                 | -                        | -                           | -        | 99,702.00         | 15%  | 14,955.00                    | 84,747.00                    |
| <b>TOTAL</b>        | <b>515,291.00</b>         | <b>-</b>                 | <b>-</b>                    | <b>-</b> | <b>515,291.00</b> |      | <b>57,462.00</b>             | <b>457,829.00</b>            |

## M/s VKJ INFRADEVELOPERS LIMITED

## Notes to the Financial Statements for the year ended March 31, 2019

## 1. General information:

Our Company was incorporated as 'VKJ Infra developers Private Limited' a private limited company under the Companies Act, 1956 pursuant to Certificate of Incorporation dated March 12, 2010 bearing registration number 200014 issued by the Registrar of Companies, Delhi. Subsequently, our Company was converted into a public limited company under the Companies Act and the name of our Company was changed to 'VKJ Infra developers Limited' pursuant to fresh certificate of incorporation consequent upon change of name on conversion to public limited company dated May 29, 2013 issued by the Registrar of Companies, Delhi.

## 2. Significant accounting policies ;

2.1 The financial statements as at and for the year ended March 31, 2019 have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

## 2.2 Basis of measurement

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain items that are measured at fair value as required by relevant Ind AS:

- (i) Financial assets and financial liabilities measured at fair value;
- (ii) Defined benefit and other long-term employee benefits, if any.

## 2.3 Functional Currency and Foreign currency

No Foreign currency transaction has taken place during the relevant period.

## 2.4 Use of Estimates and Judgments:

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

## 2.5 Revenue recognition

2.5.1 Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and the effective interest rate applicable, which is the rate exactly discounts the estimated future cash receipts through expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.5.2 Commission Income is recognized when it has accrued.

## 2.6 Leases

No Operating & Finance lease has taken by the company.

## 2.7 Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their primary nature.

## 2.8 Income Tax

Tax expenses comprises current tax (i.e. amount of tax for the period determined in accordance with the income tax-law) and deferred tax charge or credit (reflecting the tax effects of timing defERENCE between accounting income and taxable income for the year).

Current tax is measured at the amount expected to be paid to the taxation authorities, using applicable tax rates and tax laws. Deferred income tax is recognised using the balance sheet approach.

Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax asset are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

## 2.9 Financial Instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

**2.9.1 Cash and cash equivalents:** Cash and cash equivalents considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

**2.9.2 Financial assets at amortised cost:** Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**2.9.3 Equity Instruments (Share capital):** Ordinary shares:- Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are recognised as a deduction from equity, net of any tax effect (if any).

**2.10 Property, plant and equipment**

**Property**, plant and equipment are stated at cost, less accumulated depreciation (other than freehold land) and impairment loss, if any. The cost of tangible assets comprises purchase price and any cost directly attributable to bringing the assets to its working condition for its intended use.

**2.11 Earnings per share**

Basic earnings per share are computed by dividing profit or loss attributable to equity shareholders of BSE Limited by the weighted average number of equity shares outstanding during the period. The company did not have any potentially dilutive securities in any of the periods presented.

**3. Transition to Ind AS**

Transition to Ind AS was carried out from Previous GAAP.

**4. Related Party Disclosure**

No Related Parties Transaction has taken place during the period.

**5. Segment Reporting**

Company is working in only in one segment hence reporting Segment is not required as per Indian Accounting Standard 108 "Operating Segments".

As per our report of even date attached.

**For Nishant Alok & Co.**

**Chartered Accountants**

Sd-

**CA Nishant Alok**

**Proprietorship**

**FRN: 029014N**

**M. No. 520737**

**ON BEHALF OF THE BOARD OF DIRECTORS  
M/s VKJ INFRADEVELOPERS LTD**

Sd-

**Vinod Kumar  
(Director)**

**DIN: 07305118**

Sd-

**Agusteen Kachhap  
(Director)**

**DIN: 07628217**

**Date: 28/05/2019**

**Place: New Delhi**

**VKJ INFRADEVELOPERS LIMITED**

Regd. Office: B-32, U/G/E/B/S Office No.1, 1st Floor, Subhash Chowk, Near Hira Sweets, Vikas Marg, Laxmi Nagar, New Delhi-110092

Website: [www.vkjinfra.com](http://www.vkjinfra.com)E-mail: [vkjinfradevelop@yahoo.com](mailto:vkjinfradevelop@yahoo.com)

CIN: I45400DL2010PLC200014

Form No. MGT-11

Proxy form

**[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]**

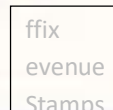
|                       |                     |       |
|-----------------------|---------------------|-------|
| Name of the Member(s) |                     |       |
| Registered Address    |                     |       |
| E-mail Id             | Folio No /Client ID | DP ID |

|                            |            |
|----------------------------|------------|
| Name:                      | E-mail Id: |
| Address:                   |            |
| Signature , or failing him |            |

as my/ our proxy to attend and vote ( on a poll) for me/us and on my/our behalf at the 10<sup>th</sup> Annual General Meeting of the company, to be held on **Tuesday, the 24<sup>th</sup> day of September, 2019** at 09:00 a.m. at Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi-110081 and at any adjournment thereof in respect of such resolutions as are indicated below:

| SI. No. | Resolution(S)  | VOTE |         |
|---------|--|------|---------|
|         |  | For  | Against |
| 1       | Adoption of statement of Profit & Loss, Cash Flow Statement, Balance Sheet, report of Director's and Auditor's for the financial year 31 <sup>st</sup> March, 2019 |      |         |
| 2       | To Appoint a Director in place of Mr. Agusteen Kachhap, who retires by rotation and being eligible offer himself for re -appointment.                              |      |         |
| 3       | To re-appoint M/s. Nishant Alok & Co. as the Statutory Auditor of the company & fixing their remuneration.   |      |         |

\* Applicable for investors holding shares in Electronic Form



\* Signed this \_\_\_ day of \_\_\_ 2019

[

Signature of Shareholder Signature of Proxy holder

Note:

- 1) 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.

Signature of the shareholder

Revenue Stamps

**ELECTRONIC VOTING PARTICULARS**

|                                   |         |          |
|-----------------------------------|---------|----------|
| EVEN Remote E-Voting Event Number | USER ID | PASSWORD |
|                                   |         |          |

Notes: 1) Each equity share of the Company carries one vote.

2) Please read carefully the instructions printed overleaf before exercising the vote.





# VKJ INFRADEVELOPERS LIMITED

Regd. Office: B-32, U/G/E/B/S Office No.1, 1st Floor, Subhash Chowk, Near Hira Sweets, Vikas Marg, Laxmi Nagar, New Delhi-110092

Website: [www.vkjinfra.com](http://www.vkjinfra.com)  
E-mail: [vkjinfradevelop@yahoo.com](mailto:vkjinfradevelop@yahoo.com)  
CIN: L45400DL2010PLC200014

## ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

10<sup>th</sup> Annual General Meeting will be held on Tuesday, the 24<sup>th</sup> day of September, 2019 at 09:00 A.M. at Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi-110081.

Full name of the members attending \_\_\_\_\_  
(In block capitals)

Ledger Folio No./Client ID No. \_\_\_\_\_

No. of shares held: \_\_\_\_\_

Name of Proxy \_\_\_\_\_  
(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the 10<sup>th</sup> Annual General Meeting on Tuesday, 24<sup>th</sup> day of September, 2019 at 09:00 a.m. at Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi-110081.

(Member's /Proxy's Signature)

### Note:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) A Proxy need not be a member of the Company.
- 3) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 4) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

**Route Map for Annual General Meeting**

