

SVP HOUSING LIMITED

(Formerly Known As MAHABIR METALLEX LIMITED)

To
BSE Limited
Department of Corporate Services
Floor 25, P J Towers
Dalal Street, Mumbai- 400 001

Dear Sir,

Please find attached herewith Annual Report of our company for the financial year 2018-19 under Regulation 34(1) of the SEBI (LODR) Regulations 2015. This is for your information and record.

Kindly acknowledge.

Thanking You

For SVP Housing Limited



Vijay Kumar

Managing Director

DIN : 00369802

Date: 04.10.2019

Place: New Delhi



SVP HOUSING LIMITED

(Formerly Known As MAHABIR METALLEX LIMITED)

ANNUAL REPORT

FOR

FINANCIAL YEAR 2018-19

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NOTICE

NOTICE is hereby given that the 16th Annual General Meeting of the Company will be held on Monday, 30th day of September, 2019 at 10:00 A.M. at A-3, NDSE, Part – I, New Delhi-110049 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2019 and Profit & Loss Account for the period ended on that date together with the Reports of Board of Directors and Auditors thereon.
2. To appoint Mr. Vijay Kumar who is liable to retire by rotation and being eligible, offers himself for re- appointment.
3. To appoint Mr. Manoj Gupta who is liable to retire by rotation and being eligible, offers herself for re- appointment.

Place: New Delhi
Date: 06.09.2019

By Order of the Board
SVP Housing Limited

Sd/-
Vijay Kumar
Managing Director
DIN: 00369802

Notes:

- 1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself. Such a proxy need not be a member of the Company. A person can act as a proxy on behalf of the member(s).**

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is enclosed. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

2. No book Closure has been done by the Company since it is not carrying on the purpose for which book closure is required
3. Brief resume of all Directors, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 52 of the Listing Agreement with the BSE Limited, are provided in the Report on Corporate Governance forming part of the Annual Report.
4. Members are requested to bring their Attendance Slip along with their copy of Annual Report to the Meeting.
5. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID Numbers and those who hold shares in physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting.
6. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address immediately to the Company/Registrars and Transfer Agents, M/s. Bigshare Services Private Limited
7. Shareholders who have not yet dematerialised their shares and wish to dematerialise the same are requested to apply for dematerialization through their Depository Participants.
8. The Securities and Exchange Board of India (SEBI) has made it mandatory the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrars and Transfer Agents, M/s. Bigshare Services Private Limited.
9. The Ministry of Corporate affairs has taken a “Green Initiative in the Corporate governance” by allowing paperless compliances by the Companies and has issued circulars stating that service of notice/ documents including Annual Report can be sent through e-mail to its members. To support this green initiative of Government in full measure, members who have not registered their e-mail addresses are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to register their e-mail addresses with M/s. Bigshare Services Private Limited.
10. The Company is pleased to provide the facility to Members to exercise their right to

vote by electronic means.

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management & Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Rules, 2015, the Company is providing the shareholders facility to exercise their right to vote on Resolutions proposed to be considered at the forthcoming Annual General Meeting by electronic means and the business may be transacted through e-voting platform Meeting & Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting through Ballot Paper.
- II. That the Members who have cast their vote by remote e-voting prior to the Meeting may also attend the meeting but shall not be entitled to cast their vote again.
- III. provided by National Securities Depository Limited (NSDL).
- IV. That the facility for voting, through Ballot Paper shall also be made available at the **The process & manner for e-voting are as under:**

- a. The voting period begins on 25th September, 2019 (9:00 AM) and ends on 29th September, 2019 (5:00 PM). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2019, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- b. The shareholders should log on to the e-voting website www.evoting.nsdl.com.
- c. The instructions and other information for e-voting are as under:
 - Open email and open PDF file with your Client ID or Folio No. as password. The PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.
 - Launch internet browser by typing the www.evoting.nsdl.com
 - Click on "Shareholder – Login".
 - Put user ID and password as initial password/PIN noted in step (i) above. Click Login. If you are already registered with NSDL for e-voting then you can use your existing user ID and password.
 - Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - Home page of "e-voting" opens. Click on e-Voting: Active Voting Cycles.
 - Select "EVEN" of **SVP HOUSING LIMITED**.
 - Now you are ready for e-voting as "Cast Vote" page opens.
 - Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - Upon confirmation, the message "Vote cast successfully" will be displayed.
 - Once you have voted on the resolution, you will not be

allowed to change /modify your vote.

- Institutional 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 cslizasahni@gmal.com with a copy marked to evoting@nsdl.co.in

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

If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.

Please note that:

- Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot Password' option available on the site to reset the password.
 - Your login ID and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
 - It is strongly recommended that you do not share your password with any other person and take utmost care to keep it confidential.
11. The Voting Rights of the Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. 23rd September, 2019.
 12. 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 only shall be entitled to avail the facility of remote e- voting as well as voting in the Annual General Meeting through ballot paper.
 13. Ms. Liza Sahni & Company, Practicing Company secretary (Membership No. FCS8166) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 14. The Chairman shall, at the Annual General Meeting, 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” or “polling paper” for all those Members who are present at the annual general meeting but have not cast their votes by availing the remote e-voting facility.
 15. The Scrutinizer shall after the conclusion of 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 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 voting forthwith.
 16. The Results along with the Scrutinizer’s Report shall be placed on the Company’s website www.svphousing.com and on the website of NSDL immediately after declaration of results and communicated to the Stock Exchanges.
 17. All documents referred to in the Accompanying Notice and the Explanatory Statements shall be open for inspection at the Registered Office of the Company



during normal business hour (9.00 AM to 5.00 PM) on all working days, upto and including the date of the Annual General Meeting of the Company.
Corporate members are requested to send in advance, duly certified copy of the Board resolution /power of attorney authorising their representative to attend the Annual General Meeting.

Place: New Delhi
Date: 06.09.2019

By Order of the Board
SVP Housing Limited

Sd/-
Vijay Kumar
Managing Director
DIN: 00369802

MANAGEMENT DISCUSSION AND ANALYSIS **REPORT**

Overview of Indian Economy:

India has emerged as the fastest growing major economy in the world as per the Central Statistics Organisation (CSO) and International Monetary Fund (IMF). India's GDP is estimated to have increased 7.2 per cent in 2017-18 and 7 per cent in 2018-19. India has retained its position as the third largest startup base in the world with over 4,750 technology start-ups.

India's labour force is expected to touch 160-170 million by 2020, based on rate of population growth, increased labour force participation, and higher education enrolment, among other factors, according to a study by ASSOCHAM and Thought Arbitrage Research Institute.

India's foreign exchange reserves were US\$ 405.64 billion in the week up to March 15, 2019, according to data from the RBI.

Recent Development

With the improvement in the economic scenario, there have been various investments in various sectors of the economy. The M&A activity in India reached record US\$ 129.4 billion in 2018 while private equity (PE) and venture capital (VC) investments reached US\$ 20.5 billion. Some of the important recent developments in Indian economy are as follows:

- During 2018-19 (up to February 2019), merchandise exports from India have increased 8.85 per cent year-on-year to US\$ 298.47 billion, while services exports have grown 8.54 per cent year-on-year to US\$ 185.51 billion.
- Nikkei India Manufacturing Purchasing Managers' Index (PMI) reached a 14-month high in February 2019 and stood at 54.3.
- Net direct tax collection for 2018-19 had crossed Rs 10 trillion (US\$ 144.57 billion) by March 16, 2019, while goods and services tax (GST) collection stood at Rs 10.70 trillion (US\$ 154.69 billion) as of February 2019.
- Proceeds through Initial Public Offers (IPO) in India reached US\$ 5.5 billion in 2018 and US\$ 0.9 billion in Q1 2018-19.
- India's Foreign Direct Investment (FDI) equity inflows reached US\$ 409.15 billion between April 2000 and December 2018, with maximum contribution from services, computer software and hardware, telecommunications, construction, trading and automobiles.
- India's Index of Industrial Production (IIP) rose 4.4 per cent year-on-year in 2018-19 (up to January 2019).
- Consumer Price Index (CPI) inflation stood at 2.57 per cent in February 2019.
- Net employment generation in the country reached a 17-month high in January 2019.

<https://www.ibef.org/economy/indian-economy-overview>

Key highlights of Indian Economy:

Survey sees FY20 GDP growth at 7%, higher growth on stables macros.

* India needs to grow at 8% per year to be \$5 trillion economy by FY25

Survey suggests diplomatic type privileges, naming roads for top taxpayers

* It recommends a renewed focus on pushing up exports.

*Govt should foster the growth of large firms instead of focusing on smaller firms.

* Use public data to revolutionise development in the country.

***Looking beyond the economics of equilibrium, survey makes case for investment-driven “virtuous cycle” to sustain growth at 8%.**

*** Investment the "key driver" of simultaneous growth in demand, jobs, exports & productivity**

* Green shoots in investment activity seems to taking hold.

* Rural wage growth started increasing since mid-2018.

* Political stability should push the animal spirits of economy.

* Poor enforcement of contracts and dispute resolution is a big hurdle. Faster legal process should be top priority.

Source : <https://economictimes.indiatimes.com/news/economy/indicators/economic-survey-2019-key-highlights>

OUR INDUSTRY: Overview of Real Estate Industry

The real estate sector is one of the most globally recognized sectors. Real estate sector comprises four sub sectors - housing, retail, hospitality, and commercial. The growth of this sector is well complemented by the growth of the corporate environment and the demand for office space as well as urban and semi-urban accommodations. The construction industry ranks third among the 14 major sectors in terms of direct, indirect and induced effects in all sectors of the economy.

It is also expected that this sector will incur more non-resident Indian (NRI) investments in both the short term and the long term. Bengaluru is expected to be the most favoured property investment destination for NRIs, followed by Ahmedabad, Pune, Chennai, Goa, Delhi and Dehradun.

Market Size

Real estate sector in India is expected to reach a market size of US\$ 1 trillion by 2030 from US\$ 120 billion in 2017 and contribute 13 per cent of the country's GDP by 2025. Retail, hospitality and commercial real estate are also growing significantly, providing the much-needed infrastructure for India's growing needs.

Sectors such as IT and ITeS, retail, consulting and e-commerce have registered high demand for office space in recent times. Commercial office stock in India is expected to cross 600

million square feet by 2018 end while office space leasing in the top eight cities is expected to cross 100 million square feet during 2018-20. Gross office absorption in top Indian cities has increased 26 per cent year-on-year to 36.4 million square feet between Jan-Sep 2018. Co-working space across top seven cities has increased sharply in 2018 (up to September), reaching 3.44 million square feet, compared to 1.11 million square feet for the same period in 2017.

Source <https://www.ibef.org/industry/real-estate-india.aspx>

Real Estate as a sector is the second largest employer, after agriculture and constitutes almost 6% of our GDP. In India, urbanization is the biggest growth driver for real estate, which is fueled by growth in business environment in the country and it is estimated that around 10-12 million people getting urbanized annually. Further, the government is backing the sector with several initiatives like a push to develop 100 cities into smart cities, initiatives like “Housing for all by 2022” for a growing population in both urban as well a rural India backed by both financial and regulatory support for the buyers and developers. By 2022, real estate and construction sector in India is expected to generate 75 million jobs & emerge as the largest employer in the country. In a falling interest rate scenario with the GDP of the country growing at the fastest pace among the major economies and an easy business environment which is being pushed by the government to bolster the “Make in India” initiative, the demand for assets across the sector may see gradual revival in the next 1-3 years.

The sector is broadly classified into three segments viz. Residential, Commercial and Retail-Malls. There are 8 major real estate markets in the country, with Mumbai, NCR and Bengaluru being the top cities, followed by Pune, Hyderabad, Chennai, Kolkata and Ahmedabad.

The residential real estate segment is fragmented by nature with dominant regional players and very few developers having a pan-India presence. Commercial real estate and Retail real estate segment has fewer players which hold most of the quality office and retail spaces which ensures transparent transactions and accountability in the business for investors and buyers/leasers alike compared with the residential segment.

The real estate sector is headed for greater transparency, and accountability after the introduction of Real Estate Regulation and Development Act, 2016 (RERA) and various other regulatory and policy initiatives. Sources of funds to the cash-starved sector have recently witnessed innovation with introduction of structured products through CMBS, REITs, PE funding etc.

(Source: <http://www.careratings.com/upload/NewsFiles/SplAnalysis/Real%20estate-%20Opportunities%20challenges%20and%20outlook.pdf>)

Regulatory changes and policy initiatives for the real estate industry

The real estate industry witnessed introduction of regulatory changes and policy initiatives in order to transform it into an organized, transparent, accountable and investor-friendly sector. Lack of long term funds has been the biggest impediment for the sector which could not be

fulfilled by banking institutions owing to regulatory restrictions of the Central bank. Some of the regulatory changes and additions between 2014-16 are as follows-

- Real Estate Investment Trusts (REITs): One of the most transformational changes which have been brought in to make the entire sector more transparent and investor centric. Apart from the fact that REIT would let small investors buy into the real estate asset class at a much smaller ticket size, REIT gives large portfolio investors the chance to exit from investments, which makes Indian real estate market favorable for more investments from global investor community. Additionally, Budget 2016-17 exempted dividend distribution tax (DDT) on special purpose vehicles (SPVs). Rules for REITs were relaxed, and the investment cap in under-construction projects was raised from 10% to 20%. Currently, around 229 m.s.ft. of office space can be seen as REIT compliant. (Source: JLL Research)
- Real Estate (Regulation & Development) Act 2016: RERA, was passed by the Parliament in March 2016. States have to implement the bill within one year from the time it was passed. This bill is primarily aimed at bringing in, transparency to the sector and is being touted as a pro-consumer law. One of the biggest industry wide change is registration of properties under development by developers which would mean only organized and professionally managed companies would be able to carry on with the business, thus the sector would see lot of consolidation going forward.
- Goods and Services Tax: The GST is the single-biggest tax reform to be ever introduced in India. GST aims at eliminating the difference in indirect taxes applicable across various states, hence bringing in ease of doing business and simplified taxation procedure for businesses. The tax regime would be introduced in the year 2017, with most states having accepted the law after debate and discussion. The sector stands to benefit from the fact that GST would provide more clarity on tax-credits for RE transactions and allowance of input credit would reduce the price of properties. GST rate for the real estate sector is expected to be announced in the next year. The government has given option to real estate companies to charge 5% GST for normal Houses or 1% GST for affordable house with no ITC instead of earlier 12% GST for residential complex. It will boost the real estate as the new GST rates will make cheaper the residential properties for home buyers.
- Infrastructure status to affordable housing: The affordable housing segment has been accorded infrastructure status which would ensure more funding from the banking system as well as Pension funds being eligible to invest long term into affordable housing segment which in turn would reduce the cost of construction. For classification of affordable housing, instead of “built-up” area of 30/60 sqm, the new classification is “carpet-area” of 30/60 sqm. The 30 sqm limit applies only in case of municipal limits of 4 metropolitan cities while for the rest of the country including the peripheral areas of metros, limit of 60 sqm will apply. The government has also extended the time of completion of such projects from 3 years to 5 years.

- Benami Transactions Act 2016: This bill will curb black money flow into real estate and will render holding of property under fictitious names a punishable offence. This bill aims at bringing transparency and accountability in the sector as a whole especially with regard to funding.
- Policy initiatives: Pradhan Mantri Awas Yojana and National Urban Housing Policy 2015 set up to meet the gap of housing through increased private sector participation and policy initiatives to support housing for all across by 2022. Total housing shortage envisaged to be addressed through the new mission is 20 million by 2022.

Smart Cities mission for revival and creation of 100 cities into smart cities, Atal mission for rejuvenation and urban transformation, heritage city development and augmentation yojana (HRIDAY) are some other policy initiatives, which if implemented in line with the projected plan of implementation would be huge growth drivers for housing segment of real estate

OUR BUSINESS

SVP Housing Limited (formerly known as Mahabir Metallex Limited) was incorporated on January 10, 2003. Till 2016, our Company was mainly engaged in the business of trading and distribution of steel products like TMT Bars, Rolled Products, Billets, Colour Coated Sheets, Steel strips/ Cold Rolled Strips, Round Angle Channels& Bars, Ingots and Steel Pipes and Tubes. However, in the year 2016, the promoters of the company received an open offer from a renowned real estate company ‘SVP Builders (India) Limited’ pursuant to acceptance of which the Company has entered into real estate business in the last year.

Post the said execution, the Company has secured housing project having FSI area of 20.50 lakh sq ft. at wave city NH-24, Ghaziabad. Presently, the company is in the process of getting building plan approvals and other registration and is expected start the said project in December 2017.

Set forth below are the key highlights of our Ghaziabad Project-

i. Location

- The project is located at a very prime location of wave city in Ghaziabad, Uttar Pradesh. The project land is on 24 mtrs wide road and is well connected with two national highways viz. NH-24 and NH-58.
- There are 10 malls, reputed schools Like New Era Public School, DPS - Indrapuram Public School, Hospitals like – Columbia Asia., Engineering AKG Engineering College and other colleges, near to the project.

- Proposed Metro Station, just a stone's throw away

ii. Amenities and facilities

- Provisions for modern facilities & amenities.
- Sufficient parking space for allottee/prospective buyers.
- 24 hours uninterrupted power supply
- Sufficient water arrangement

iii. Type of housing

- The location of the proposed project is most suitable for a group housing complex

iv. Area details

- The total Floor Area Ratio ('FAR') of the housing project is 20.50 lakh sq. ft.

v. Construction details

- The Company has planned to construct more than 2000 flats which will be of affordable size

Director's Report

Dear Members,

Your Directors have pleasure in presenting the Annual Report on the business and operations of the Company together with the Audited Financial Statements for the year ended 31st March, 2019.

Financial Results

The summarized financial results of your Company are given in the table below:

Particulars	F.Y 2018-19	F.Y 2017-18
1. Revenue From Operation	-	-
2. Other Income	23050	32,131
3. Profit/loss before tax	23050	32,131
4. Profit after tax	12120	30,205

Dividend

Keeping in view the performance we are unable to recommend dividend for the year under review.

Overview

During the year 2018-19, there is no turnover of the company. The Company continues to reducing cost of borrowings, finding new markets, etc. We extended our geographical reach to the end users.

Management's Discussion and Analysis Report

Management's Discussion and Analysis Report for the year under review, is presented in a separate section forming part of the Annual Report.

Deposits

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014. Accordingly, there are no unclaimed or unpaid deposits lying with the Company for the year under review.

Details of significant and Material Orders passed by the Regulators, Courts and Tribunal

No significant and material order has been passed by the Regulators, Courts and Tribunals impacting the going concern status and Company's operations in future.

Change in the nature of business, if any

There was no change in the nature of business of the company during the Financial year ended March, 2019.

Changes in Share Capital, if any

There was no change in the paid –up share capital of the company during the financial year 2018-19.

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 are no material changes and commitments, affecting the financial position of the Company occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report other than those disclosed in the financial statements.

Directors Responsibility Statement

Pursuant to the Section 134 (1) (c) of the Companies Act, 2013, the Directors to the best of their knowledge hereby state and confirm that:

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanations 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 end the of the financial year and of the profits of the Company for the 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 annual accounts have been prepared on a going concern basis.
- e) The internal financial controls to be followed by the Company were laid down and such internal financial controls were adequate and were operating effectively; and
- 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.

Explanations or Comments by the Board on every Qualification, Reservation or Adverse Remark

No adverse remark given by Auditor.

Listing

The Company has paid Annual listing fees for the financial year 2018-19 and 2019-20 to the BSE Limited and custodian fees to NSDL and CDSL.

Corporate Governance

Your Company upholds the standards of governance and is compliant with the Corporate Governance provisions as stipulated in Clause 52 of the Listing Agreement in both letter and spirit during the period under review. Your Company lays strong emphasis on transparency, disclosure and independent supervision to increase various stakeholders' value.

The Company has complied with the Corporate Governance as stipulated under Clause 52 of the SME Listing Agreement with Stock Exchange.

A separate section on Corporate Governance, along with certificate from Statutory Auditors confirming compliance with the requirements of Clause 52 of the SME Listing Agreement with the BSE Limited (BSE), are annexed as *Annexure "F"* and forming part of the Annual Report.

Particulars of Contracts and Arrangements with Related Parties

Pursuant to the provisions of Section 134 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, the particulars of all contracts / arrangements / transactions entered into by the Company with related parties during the financial year are in the ordinary course of business and on arm's length basis. During the year, the Company had not entered into contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on related party transactions and materiality of related party transactions.

Your Directors draw attention of the members to Note 23 to the Financial Statement which sets out related party disclosures. The particulars of contracts and arrangements entered into by the company with related parties referred to in Section 188 in Form AOC-2 is attached herewith as *Annexure-B*.

Details in respect of adequacy of Internal Financial Controls with reference to the Financial Statements

The Company has a robust and comprehensive Internal Financial Control System commensurate with the size, scale and complexity of its operations. The objective of these procedures is to ensure efficient use and protection of the Company's resources, accuracy in financial reporting and procedures. The system encompasses the major processes to ensure reliability of financial reporting, compliance with the policies, procedures, laws and regulations safeguarding assets and economical and efficient use of resources. The policies and procedures adopted by the company ensure the orderly and efficient conduct of its business and adherence to the company's policies, prevention and detection of frauds and errors, accuracy and completeness of the records and timely preparation of reliable financial information.

The scope and authority of the Internal Audit function is defined in the Internal Audit Manual. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board and to the Managing Director.

The Internal Audit Department monitors and evaluates the efficiency and adequacy of internal control system in the Company, its compliance with operating systems, accounting

procedures and policies at all locations of the Company. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

Directors and Key Managerial Personnel

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Vijay Kumar and Mr. Manoj Gupta is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

The details of directors being recommended for appointment / re-appointment as required in clause 52 of the SME Listing Agreement are contained in the Notice convening the ensuing Annual General Meeting of the Company.

Appropriate resolution(s) seeking your approval to the appointment / re-appointment of Directors are also included in the Notice.

Declaration by Independent Director(s)

All the Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149 (6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Clause 52 of Listing Agreement, the Board has carried out an annual evaluation of its own performance, the Directors individually as well as the evaluation of the working of various Committees. The Independent Directors also carried out the evaluation of the Chairman and the Non-Independent Directors, the details of which covered in the Corporate Governance Report.

Criteria for Evaluation of Directors

For the purpose of proper evaluation, the Directors of the Company have been divided in 3 (three) categories i.e. Independent, Non-Independent and Non-Executive and Executive.

The criteria for evaluation includes factors such as engagement, strategic planning and vision, team spirit and consensus building, effective leadership, domain knowledge, management qualities, team work abilities, result/achievements, understanding and awareness, motivation/commitment/ diligence, integrity/ ethics/ value and openness/ receptivity.

Number of Meetings of the Board of Directors

During the Financial year 2018-19, the Board of Directors of the Company met 6 times on

S.No.	Date of Board meetings	Day of Board Meeting
1	13/04/2018	Friday
2	10/05/2018	Thursday

3	30/05/2018	Wednesday
4	30/08/2018	Thursday
5	14/11/2018	Wednesday
6	21/01/2019	Monday

During the Financial year 2018-19, meeting of the Audit Committee held on 22nd May, 2018, 30th August, 2018, 14th November, 2018 and 21st January, 2019. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under Companies Act, 2013.

Audit Committee

The Audit Committee comprises three Directors, of which two are Non-Executive and Independent Directors. The Chairman of the Committee is a Non-Executive Independent Director.

Composition of the Audit Committee as on 31st March, 2019 is as under:

<u>Name of the Director</u>	<u>Category</u>
Mr. Manish Kumar Singhal	Non-Executive and Independent (Chairman)
Mr. Ram Krishan Singal	Non-Executive and Independent
Mr. Vijay Kumar	Managing Director

Nomination and Remuneration Committee

In adherence of Section 178(1) of the Companies Act, 2013, Composition of the Committee as on 31st March, 2019 is as under:

<u>Name of the Director</u>	<u>Category</u>
Mr. Ram Krishan Singal	Non-Executive and Independent
Mr. Manoj Gupta	Non-Executive Director
Mr. Manish Kumar Singhal	Non-Executive and Independent(Chairman)

Stakeholder Relationship Committee

In adherence of Section 178(1) of the Companies Act, 2013, Composition of the Committee as on 31st March, 2019 is as under:

<u>Name of the Director</u>	<u>Category</u>
Mr. Ram Krishan Singal	Non-Executive and Independent (Chairman)
Mr. Manoj Gupta	Non-Executive Director
Mr. Manish Kumar Singhal	Non-Executive and Independent

Details of establishment of Vigil Mechanism for Directors and Employees

In Compliance with the provision of Section 177(9) of the Companies Act, 2013 and Clause 52 of the listing Agreement, the Company has framed a vigil mechanism/Whistle Blower Policy to deal with the ethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy, if any.

In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

The Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern

Auditors and Auditor's Report

Statutory Auditors: M/s Subhash C Jain and Co, Chartered Accountants, Statutory auditors of the company have given their resignation on 3rd April 2018 due to their pre-occupied assignments. The Board has appointed M/s Anil Ram & Associates, Chartered Accountants vide resolution passed at the Extra-Ordinary General Meeting of the members of the company held on 11th May, 2018. The certificate to the effect that if appointed would be within the prescribed limit under Section 141 of the Companies Act, 2013 has been obtained from them. Further the reappointment of M/s Anil Ram & Associates has been done in AGM held on 29 september 2018 for the next 5th AGM of the company. Now there is no need to ratify the appointment of the auditor as the requirement of getting ratification for appointment has been omitted in section 139 by virtue of the companies Amendment Act 2013 which is duly notified vide commencement notification dated 7th May 2018.

A.

The observations of Statutory Auditors in their reports on financials are self-explanatory and therefore, do not call for any further comments under Section 134 of the Companies Act, 2013.

- B. Secretarial Auditors:** Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Board had appointed M/s Liza Sahni and Co Company Secretaries, to conduct Secretarial Audit for Financial Year 2018-19. The Secretarial Audit Report for the Financial Year ended on 31st March, 2019 is annexed herewith marked as *Annexure "C"* to this Report. The Secretarial Audit Report is self-explanatory and therefore, do not call for any further comments.

Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013

The company has not given Loans/guarantee or provides security in connection with a loan to any other body corporate under Section 186 of the Companies Act, 2013 during the Financial Year 2018-19.

Extract of the Annual Return

The details forming part of the extract of the Annual Return in Form no. MGT-9 as required under Section 92 of the Companies Act, 2013 is annexed hereto as *Annexure-"A"* and forms part of the Director's Report.

Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

Information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134 (3) (m) of Companies Act, 2013 read with the Rule 8 (3) of the Companies (Accounts) Rules, 2014, is annexed hereto as **Annexure “E”**, forming part of this Report.

Particulars of Employees and related disclosures

Details pursuant to Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 form part of this Annual Report and annexed herewith as **Annexure “D”**.

Disclosure as per Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed there under. No complaint has been received for sexual harassment of women at work place by the Company during the financial year 2018-19.

Transfer to Investor Education and Protection Fund

Pursuant to the provisions of Section 125 (2) (c) of the Companies Act, 2013, the Company is not required to transfer any amount, during the financial year 2018-19 to the Investor Education and Protection Fund.

Acknowledgements

The Board places on record its appreciation for the continued co-operation and support extended to the Company by customers, vendors, bankers, rating agencies, stock exchanges, depositories, auditors, legal advisors, consultants business associates, state government, local bodies and all the employees with whose help, co operation and hard work the Company is able to achieve the results.

The Board deeply acknowledges the trust and confidence placed by the customers of the Company and all its shareholders.

By the Order of the Board
SVP Housing Limited

Place: New Delhi
Date: 06.9.2019

Vijay Kumar
Managing Director
DIN:00369802

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on **31st March 2019**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

1	CIN	L70100DL2003PLC118413
2	Registration Date	10.01.2003
3	Name of the Company	SVP HOUSING LIMITED (Formerly Known as Mahabir Metallex Limited)
4	Category/Sub-Category of the Company	Public Company/Limited by Shares
5	Address of the Registered office and contact details	A-3, NDSE, Part-1, New Delhi-110049
6	Whether listed Company	Yes
7	Name, Address and Contact details of Registrar and Transfer Agent	M/s Bigshare Services Private Limited E2, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri East, Mumbai-400072 Tel: +91 22 40430200 Fax: +91-22 28475207 Email: ashok@bigshareonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

S. No.	Name and description of main products/services	NIC Code of the	% of total turnover of the Company
1.	Real Estate Activity	70	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No	Name & Address of the Company	CIN/GLN	Holding/Subsidiary / Associate	% of Shares held	Applicable Section
	Nil				

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

i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	Increase/(Decrease)
(A) Shareholding of Promoter and Promoter Group									
(1) Indian									
Individuals/ HUF	1297400	-	1297400	11.61	1297400	-	1297400	11.61	-
Central Government/ State Government(s)	-	-	-	-	-	-	-	-	-
Bodies Corporate	3600000	-	3600000	32.20	3600000	-	3600000	32.20	-
Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-
Any Others (Specify)	-	-	-	-	-	-	-	-	-
									-
Sub Total(A)(1)	4897400	-	4897400	43.81	4897400	-	4897400	43.81	-
									-
(2) Foreign									
Individuals (Non-Residents Individuals/ Foreign Individuals)	-	-	-	-	-	-	-	-	-

Bodies Corporate	-	-	-		-	-	-	-	-
Institutions	-	-	-		-	-	-	-	-
Any Others(Specify)	-	-	-		-	-	-	-	-
Sub Total(A)(2)	-	-	-		-	-	-	-	-
Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	4897400	-	4897400	43.81	4897400	-	4897400	43.81	-
(B) Public shareholding									
(1) Institutions									
Mutual Funds/ UTI	-	-	-	-	-	-	-	-	-
Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
Central Government/ State Government(s)	-	-	-	-	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-	-
Foreign Institutional Investors	-	-	-	-	-	-	-	-	-
Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-

Any Other (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1)	-	-	-	-	-	-	-	-	-
Non-institutions									
Bodies Corporate	1342179	-	1342179	12.01	1342179	-	1342179	12.01	-
Individuals									-
Individuals- Individual shareholders holding nominal share capital up to Rs 1 lakh	1514821	-	1514821	13.55	1514821	-	1514821	13.55	-
ii. Individual shareholders holding nominal share capital in excess of Rs.1 lakh.	3402500	-	3402500	30.44	3402500	-	3402500	30.44	-
Any Other (specify)									-
HUF	-	-	-	-	-	-	-	-	-
Clearing Members/House/ Market Maker	22500	-	22500	0.20	22500	-	22500	0.20	-
Sub-Total (B)(2)	6282000	-	6282000	59.19	6282000	-	6282000	59.19	-
Total Public Shareholding (B)= (B)(1)+(B)(2)	6282000	-	6282000	59.19	6282000	-	6282000	59.19	-
TOTAL (A)+(B)									-
Shares held by Custodians and against									

high Depository Receipts have been issued									
Promoter and Promoter Group	-	-	-		-	-	-	-	-
Public	-	-	-		-	-	-	-	-
Sub-Total (C)	-	-	-		-	-	-	-	-
									-
GRAND TOTAL (A)+(B)+(C)	11179400	-	11179400	100.00	11179400	-	11179400	100	

ii) Shareholding of Promoters

S.no	Shareholder's Name	Shareholding at the beginning of the year 01.04.2018			Shareholding at the End of the year 31.03.2019			% Change in Shareholding 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	Manoj Gupta	468800	4.19	-	468800	4.19	-	
2	Anju Gupta	76000	0.68	-	76000	0.68	-	
3	Kanav Gupta	177600	1.59	-	177600	1.59	-	
4	Kailash Gupta	68000	0.61	-	68000	0.61	-	
5	Bhanu Gupta	17000	0.15	-	17000	0.15	-	
6	Ankur Jindal	120000	1.07	-	120000	1.07	-	

7	Ankush Jindal	120000	1.07	-	120000	1.07	-	
8	Saurabh Jindal	250000	2.24	-	250000	2.24	-	
9	SVP Builders (I) Ltd.	3600000	32.20	-	3600000	32.20	-	
	Total	4897400	43.81	-	4897400	43.81	-	

iii) Change in Promoter's Shareholding:

There is no change in promoters shareholding

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	36,00,000	32.20%	3600000	32.2%
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year	3600000	32.2%	3600000	32.20%

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and

Holders of GDRs and ADRs)

S.no	For each of the top ten Shareholders	Shareholding at the beginning of the year As on 01.04.2018		Shareholding at the beginning of the year As on 31.03.2019	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Globe Capital Market Limited	-	-	400000	3.578
2	Indo Jatalia Commodities Limited	-	-	200000	1.789
3	Mohil Ashokbhai Zinzuwadia	-	-	195000	1.7443
4	Indo Jatalia Securities Private Limited	-	-	175000	1.5654
5	R N Finance Limited	-	-	137500	1.2299
6	Sanjay Bhuttan	-	-	112500	1.0063
7	Ajay Kumar Bansal	112500	1.0063	112500	1.0063
8	IG Financial Service Private Limited	2500	0.022	110000	0.98
9	Sumit Gupta And Sons Huf	110000	0.98	110000	0.98
10	Mahender Kumar Gupta Huf	110000	0.98	110000	0.98

v) Shareholding of Directors and Key managerial Personnel (KMPs)

S.no		Shareholding at the beginning of the year As on 01.04.2018		Shareholding at the beginning of the year As on 31.03.2019	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
A	Directors				
1	Manoj Gupta	468800	4.19	468800	4.19
2	Chameli Devi	-	-	-	-
B	Key Managerial Personnel				
1	Vijay Kumar	-	-	-	-
2	Saurabh Jindal	250000	2.24	250000	2.24

3	Ritika Jain	-	-	-	-
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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				
i) Principal Amount as on 01.04.2018	-	22,910,000	-	22,910,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due as on 01.04.2018	-	-	-	-
Total (i+ii+iii)	-	22,910,000		22,910,000
Change in Indebtedness during the financial year				
Addition		50,00,000	-	50,00,000
Reduction	-	-	-	-
Net Change	-	50,00,000		50,00,000
Indebtedness at the end of the financial year				
i) Principal Amount as on 31.03.2019	-	27,910,000	-	27,910,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due as on 31.03.2019	-	-	-	-
Total (i+ii+iii)	-	27,910,000		27,910,000

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNE

A. Remuneration to Managing Director, whole time Director and /or Manager :

S. No.	Particulars of Remuneration	Mr. Vijay Kumar Managing Director
1	Gross Salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961.	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	Commission	
	- as % of profit	-

	others, specify	
5	Others, please specify	
	Total (A)	Nil*
	Ceiling as per the Act	

* Mr. Vijay Kumar, Managing Director of the Company has forgone his salary for Financial Year 2018-19.

B. Remuneration to other directors:

1. Independent Directors

S.No.	Particulars of Remuneration	Manish Kumar Singhal	Kamal Kakar	Ram Krishan Singal
1	Fees for attending the Board/ committee meetings	-	-	
2	Commission	-	-	
3	Others	-	-	
Total (B) (1)		-	-	

2. Other Non-executive Directors

S. No.	Particulars of Remuneration	Manoj Gupta	Chameli Devi
1	Fees for attending the Board/committee meetings	-	-
2	Commission	-	-
-	Others	-	-
Total (B) (2)		-	-

Total (B)= (B)(1) + (B)(2) =Nil

3. Remuneration to Key Managerial Personnel other than MD/ Manager/WTD

(Rupees in lakh)

S. No	Particulars of Remuneration	Ms. Ritika Jain Company Secretary	Mr. Saurabh Jindal Chief financial officer	Total
1	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961.	2.64	-	2.64
	(b) Value of perquisites u/s17(2) Income-tax Act,1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission			
	- as % of profit	-	-	-
	others, specify			
5	Others, please specify			
	Total (A)	2.64	-	2.64
	Ceiling as per the Act	-	-	-

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment / Compounding fees Imposed	Authority [RD /NCLT/COUR T]	Appeal made, if any (give
A. Company					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. Directors					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. Other officers in					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis-
None: During the Reporting Period, all the transactions not at arm's length basis.

- | | |
|--|----------------|
| a. Name(s) of the related party and nature of relationship | Not Applicable |
| b. Nature of contracts/arrangements/transactions | Not Applicable |
| c. Duration of the contracts / arrangements/transactions | Not Applicable |
| d. Salient terms of the contracts or arrangements or transactions | |
| Not Applicable including the value, if any | |
| e. Justification for entering into such contracts or arrangements or transactions | Not Applicable |
| f. Date(s) of approval by the Board | Not Applicable |
| g. Amount paid as advances, if any | Not Applicable |
| h. Date on which the special resolution was passed in general meeting as required under first proviso to section 188 | Not Applicable |

2. Details of material contracts or arrangement or transactions at arm's length basis
(*As defined under Clause 52 of the Listing Agreement, "Material Related Party Transaction" means a transaction with a related party if the transaction / transactions to be entered individually or taken together with previous transactions during a financial year exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.)

- | | |
|---|----------------|
| a. Name(s) of the related party and nature of relationship | Not Applicable |
| b. Nature of contracts/arrangements/transactions | Not Applicable |
| c. Duration of the contracts / arrangements/transactions | Not Applicable |
| d. Salient terms of the contracts or arrangements or transactions including the value, if any | Not Applicable |
| e. Date(s) of approval by the Board, if any | Not Applicable |
| f. Amount paid as advances, if any | Not Applicable |

For and on behalf of the Board

Place: New Delhi
Date: 06.09.2019

Vijay Kumar
Managing Director

ANNEXURE – C

Form No MR-3

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

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

To,
The Members,
SVP Housing Limited
(Formerly Known as Mahabir Metallex Limited)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s SVP Housing Limited (Formerly known as Mahabir Metallex Limited) (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Management’s Responsibility for Secretarial Compliances

The Company’s Management is responsible for preparation and maintenance of secretarial records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

Auditor’s Responsibility

Our responsibility is to express an opinion on the secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

We believe that audit evidence and information obtained from the Company’s Management is adequate and appropriate for us to provide a basis for our opinion.

Opinion

We have examined the 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 for the financial year ended on 31st March, 2019 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of 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'):-
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 : **Not Applicable to the Company as the Company has not granted any options to its employees during the financial year under review;**
 - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: **Not Applicable as the Company has not issued any debt securities during the year under review;**
 - The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client : **Not Applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agents during the year under review;**
 - The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 : **Not Applicable as the Company has not delisted its equity shares from any Stock Exchange during the year under review;** and
 - The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998: **Not Applicable as the Company has not bought back any of its securities during the financial year under review;**

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

- a. Secretarial Standards issued by The Institute of Company Secretaries of India.
- b. The Listing Agreements entered into by the Company with the SME Platform of BSE Limited

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.



We further report that there are adequate 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.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

For Liza sahani & company

Company Secretaries

**Liza Sahni
Proprietor
M No.: F8166
C P No.: 9216**

**Place: New Delhi
Date:30.05.2019**

A. Details pursuant to the provisions of section 197 (12) of the companies act, 2013 read with rule 5(1) of the companies (appointment and remuneration of managerial personnel) rules, 2014

- i. Mr. Vijay Kumar , Managing Director of the Company has forgone his salary for Financial Year 2018-19.
- ii. Directors and CFO of the Company has also foregone their salary for the f.y 2018-19. So ratio of remuneration to director to the median remuneration of the employees of the company for the financial year is not applicable.
- iii. There was no permanent employees other than KMP (i.e. Managing Director, CFO and Company Secretary) on the rolls of the Company as on March 31, 2019.
- iv. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration is not applicable
- v. The Company affirms that the remuneration paid during the financial year ended 31st March, 2019 is as per remuneration policy of the Company.

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, there is no such employee drawing remuneration in excess of the limits set out in the said rules and are required to be disclosed.

ANNEXURE - E

Disclosure pursuant to Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 (Chapter IX) for Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo:

The particulars as prescribed under Rule 8(3) of the Companies (Accounts) Rules, 2014 are as follows:

I. Conservation of Energy: The particulars in respect of conservation of energy in the prescribed form are not applicable to the Company hence it is not being furnished.

II. Technology Absorption, Adaption And Innovation

The relevant information in prescribed form is given below:

III. Research & Development (R&D)

(a)	Specific areas in which R & D Carried	Constant efforts are being made to improve the quality of Company's product based on the market research and feedback received from the customers and dealers.
(b)	Benefits Derived as a result of the above R & D	Product Quality is improved.
(c)	Future plan of Action	R & D is ongoing process and continuous improvements will be done in the so as to improve yield productivity and quality of the finished product.
(d)	Expenditure on R & D	NIL

1. Technology Adoption, Adaption and innovation.

The Company has not imported any Technology since inception

IV. Foreign Exchange Earnings And Outgo

i.	Foreign Exchange earnings	Rs. Nil (Previous Year Nil)
ii.	Foreign exchange outgo	Rs. Nil (Previous Year Nil)
	- Capital goods	Rs. Nil (Previous Year Nil)
	- Consumable stores	Rs. Nil (Previous Year Nil)

ANNEXURE-E

- **Corporate Governance Report**

Company's philosophy on Corporate Governance is to achieve the highest levels of transparency, accountability in all its interactions with its stakeholders including shareholders, employees, lenders and the Government. We believe that Corporate Governance is a voluntary and self discipline code which means not only ensuring compliance with regulatory requirements but by also being responsive to our stakeholders needs. Focus of the Company has always been to ensure continuing value creation for each of its stakeholders and above all to achieve business excellence with the goal of long-term sustainable development.

In accordance with the Clause 52 of the SME Listing Agreement with BSE Limited and some of the best practices followed on Corporate Governance, the report containing the details of Corporate Governance systems and processes at SVP Housing Limited(Formerly known as Mahabir Metallex Limited) is as follows:

V. Board of Directors

Composition and Category of Directors

The Board of Directors of the Company has an optimum combination of Executive and Non-Executive Directors with one women director and not less than 50 (Fifty) % of the Board of Directors comprising Non-Executive Directors. The Chairman of the Board is an Executive Director with half of the Board comprising of Independent Directors.

As on March 31, 2019, your Company's Board has strength of Six (6) Directors comprising Three (3) are independent. The composition of the Board of Directors is in conformity with the Corporate Governance Code.

As required under Section 149 of the Companies Act, 2013 Mrs. Chameli Devi is a Women Director on the Board during the FY 2018-19

None of the Directors is a Member of more than 10 Committees and Chairman of more than 5 Committees (as specified in Clause 52) across all the companies in which he/she is a Director.

Directors' Profile:

The Board of Directors is composed of highly renowned professionals drawn from diverse fields, who bring with them a wide range of skill and experience to the Board, which enhance the quality of the Board's decision making process. The brief profile of the Company's Board of Directors is as under:

Mr Vijay Kumar, aged about 62 years, has joined as a Managing Director and promoter of the company from 12th April 2016. He is associated with various Real estate Projects. He is also engaged in Hotel Industry since long. He is acting as Chairman in an Educational Institutions viz. VIET & VIT, Gautam Budh Nagar being run by Shree Nathji Trust since 1999. He is an executive member in Modern College of Professional Studies, Mohan Nagar, Ghaziabad. He is also associated with various other concerns & companies in capacity of partner or director. He is looking after all the day to day affairs of the company i.e. Finance matters, Government approvals architectural matters & overall monitoring aspects.

Mr. Manoj Gupta, aged 53 years, is the Promoter and Non-Executive Director of our Company. He is a commerce graduate and is in the business since last 25 years. Due to his aggressive, dynamic and competitive business approach, he has been spearheading the company since its inception. He was looking after the family business under the name “Mahabir Steel & Rolling Mills”, a partnership firm. This firm was engaged in the business of manufacturing Steel Strips and Steel pipe at Mohan Nagar. Mr. Gupta was looking after the entire affairs of the business as CEO. Mr Gupta is also a designated partner in the firm Mahaveer Trade Ventures LLP.

Mrs Chameli Devi has also joined as a promoter and executive director of the company. She is taking care of the administration of Our Company. She is a first generation entrepreneur. Her dynamic approach in business gives guidance to our employees in achieving targets in a dynamic and complex business environment.

Mr. Manish Kumar Singhal, aged about 58 years, is the Non-Executive and Independent Director of our Company. He has done B.com and M.A. from renowned university. He is having an experience of about 25 years in Export Import business and also holds experience of about 10 years in running Educational Institution.

Prof. R.K. Singal aged about 80 years, is the Non-Executive and Independent Director of our Company. He has done his doctorate in Mechanical Engineering from Kurukchetra University and specialization in the Design of Steam Turbines from Russia. He has industrial, research and academic experience of more than 50 years in India and abroad. He has worked with multinational industries and academic institutions of international repute at high positions. He is a trained teacher for conducting programs in Entrepreneurship Development and had set up ED Cell at NIT, Kurukchetra. He has conducted many training, teaching, research programs and organized seminars. He has authored many books and research papers on entrepreneurship development and elite subjects. He has also delivered many expert lectures at various institutions. Recipient of many awards and honors, he also been decorated by the President of India.

Mr. Kamal Kakar, aged about 65 years, is the Non-Executive and Independent Director of our Company. He is Graduate by qualification and is having a vast experience in Tractor dealing. Due to his aggressive, dynamic and competitive business approach, he has been spearheading the company since its inception

- **Directors' Induction, Familiarization and Training:**

As per Clause 52 of the Listing Agreement the Company has entered into with BSE Limited (BSE), the Company shall provide suitable training to Independent Director to familiarize them with the Company, their role, nature of the industry in which the Company operates, business model of the Company etc. The details of such training imparted are also required to be disclosed in the Annual Report.

The Company acknowledges the importance of continuous education and training of the Directors to enable effective discharge of their responsibility. The Company has been organizing visits of the Directors to its plants at various locations in the country from time to time with a view to enable them to familiarize with the nature of industry, operations, processes and to interact with the management personnel and staff. Directors are regularly briefed about the Industry's specific issues to enable them to understand the business environment in which the company operates. To enhance their skills and knowledge the Directors are regularly updated on the changes in the policies, laws and regulations, developments in the business environment etc.

Efforts are also made to familiarize the Directors about their roles, rights, responsibility in the Company, its business model and the environment in which the Company operates.

- **Board functions, procedure and Meetings:**

The Board plays a pivotal role in ensuring that holistic governance measures are undertaken. Its style of functioning is democratic. The Board members always have had complete freedom to express their opinions and decisions are taken after a consensus is reached following detailed discussions. They are also free to bring any matter up for discussion at the Board Meetings with the permission of the Chairman.

In accordance with the provisions of Clause 52 of the Listing Agreement, the Board meets at least once in every quarter to review the quarterly results and other items of agenda as required under Clause 52 of SME Listing Agreement, and if necessary, additional meetings are held. It has always been the Company's policy and practice that apart from matters requiring the Board's approval by law, all major decisions including half-yearly/yearly results of the Company and its divisions, financial restructuring, capital expenditure proposals, sale and acquisition of material nature of assets, mortgage and guarantee, among others, are regularly placed before the Board. This is in addition to information with regard to detailed analysis of operations, major litigations, feedback reports and minutes of all committee meetings.

Meeting of Board of Directors:

During the Financial year 2018-19, the Board of Directors of the Company met 6 times
Date and day of Board meetings are as follows:

S.No.	Date of Board meetings	Day of Board Meeting
1	13.04.2018	Friday
2	10.05.2018	Thursday
3	30.05.2018	Wednesday
4	30.08.2018	Thursday
5	14.11.2018	Wednesday
6	21.01.2019	Monday

The maximum time gap between any two consecutive meetings was not more than one hundred and twenty days.

All the agenda items are backed by necessary supporting information and documents to enable the Board to take informed decisions. The Managing Director makes presentation on the quarterly and annual operating & financial performance. Post meetings, important decisions taken by the Board are communicated to the concerned officials and departments.

The Composition and category of the Directors on Board, their relationship with other Directors, their attendance at the Board Meetings during the year and at the last Annual General Meeting, and also number of Directorships and Committee Memberships/ Chairmanships in other companies and number of shares held by them as at March 31, 2019 are as follows:-

Name of the Directors	Category	No. of Board Meetings Attended	Attendance in Last AGM	No. of shares held	No. of other Directorship	Detail of other Board Committee/ Membership
Vijay Kumar	MD	6	Yes	-	10	-
Manoj Gupta	NE	6	Yes	468800	1	-
Manish Kumar Singhal	NE & ID	6	Yes	-	1	-
Chameli Devi	ED	6	Yes	-	1	-
Kamal Kakar	NE & ID	6	Yes	-	1	-

Ram Krishan Singal	NE & ID	6	Yes	-	1	-
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MD=Managing Director, NE= Non-Executive Director, ID= Independent Director, AD= Additional Director, ED= Executive Director

only covers membership/chairmanship of Audit Committee Stakeholders' relationship committee of other Indian public limited companies excluding SVP Housing Limited (Formerly Known as Mahabir Metallex Limited).

@ Excludes Directorship held in Private Limited Companies, Foreign Companies and Section 8 Companies

All the independent Directors fulfill the minimum age criteria i.e. 21 years as specified by the Clause 52 of the Listing Agreement. No Director is related to any other Director on the Board in terms of the definition of 'relative' given under the Companies Act, 2013, except Mr. Vijay Kumar and Chameli Devi as Mrs. Chameli Devi w/o Mr. Vijay Kumar.

Code of Conduct:

The Board of Directors has laid down a Code of Conduct for all Board members and all employees in management grade of the Company. The Code of Conduct is posted on the website of the Company. All Board members and senior management personnel have confirmed compliance with the Code. A declaration signed by the Managing Director is attached and forms part of the Annual Report of the Company.

In line with the amended Clause 52 of the Listing Agreement, the Company has adopted a Code of Conduct for its Directors and Senior Executives. The same has also been placed on the Company's website www.svphousing.com under the head 'Investor Relations'.

Code of Conduct of Independent Directors:

As per the provisions of Section 149(8) of the Companies Act, 2013 the Company and Independent **Directors** shall abide by the provisions specified in Schedule IV. Further, Schedule IV lays down a code for Independent Directors of the Company. Pursuant to the said provisions of the Companies Act, 2013, the Company has drafted for Independent Directors of the Company and the same has also been placed on the website of the Company i.e. www.svphousing.com.

- **Audit Committee:**

The role and terms of reference of the Committee are in conformity with the provisions Section 177 of the Companies Act, 2013 and Clause 52 of the Listing Agreement with Stock Exchanges. The Committee acts as a link between the Statutory and Internal Auditors and the Board of Directors.

Role of Audit Committee

The role of the Audit Committee shall include the following:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
 - b. Changes, if any, in accounting policies and practices and reasons for the same.
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report
5. Reviewing the management, the quarterly financial statements before submission to the Board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Discussion with internal auditors of any significant findings and follow up thereon;
8. 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 matter to the board;
9. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
10. Approval or any subsequent modification of transactions of the company with related parties;
11. Scrutiny of inter-corporate loans and investments;

12. Valuation of undertakings or assets of the company, wherever it is necessary;
13. Evaluation of internal financial controls and risk management systems;
14. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
15. Reviewing the adequacy of internal audit function, if any, 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;
16. 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;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

The Audit Committee comprises three Directors, of which two are Non-Executive and Independent Directors. The Chairman of the committee is a Non-Executive Independent Director. All the Members of the committee have good financial and accounting knowledge. Auditors and Chief Financial Officer (CFO) are invitees to the meetings and Company Secretary acts as secretary of the committee. The minutes of the Audit Committee Meetings are placed before the subsequent Board Meeting.

During the Financial year 2018-19, meeting of the Audit Committee held 22nd May, 2018, 30th August, 2018, 14th November, 2018 and 21st January, 2019.

The composition of the Audit Committee as on March 31, 2019 and the meetings attended by its members are as under:

Name of Director	Status	No. of Meeting held
Mr. Manish Kumar Singhal	Chairman	4
Mr. Ram Krishan Singal	Member	4
Mr. Vijay Kumar	Member	4

- **Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee shall act in accordance with the prescribed provisions of Section 178 of the Companies Act, 2013, and shall be responsible for:

- Formulate the criteria for determining qualifications, positive attributes and independence of a directors and the Board;
- Formulate of criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down recommend to the Board their appointment and removal and carry out evaluation of every director's performance.
- The Board has constituted a Nomination and Remuneration Committee to evaluate the performance and remuneration of Directors

The composition of the Remuneration Committee as on March 31, 2019 is as under:

Name of Director	Status	No. of Meeting held
Mr. Ram Krishan Singal	Member	0
Mr. Manish Kumar Singhal	Chairman	0
Mr. Manoj Gupta	Member	0

Remuneration to the Directors:

During the year ended March 31, 2019 Mr. Vijay Kumar, Managing Director of the Company has forgone his salary. Further, no other benefits, no payment was made to MD or any other Director(s) of the Company.

- Stakeholders Relationship Committee

In compliance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Agreement, the Board has renamed the existing "Share Transfer and Shareholders' / Investors' Grievance Committee as the "Stakeholders' Relationship Committee".

Stakeholders' Relationship Committee inter alia approves transfer & transmission of shares, issue of duplicate/ re-materialized shares and consolidation & splitting of certificates, redressal of complaints from investors etc. Stakeholders' Relationship Committee has been empowered to deal with and dispose of the instruments of transfer of shares in the Company including power to reject transfer of shares in terms of the provisions of the Companies Act, 2013, Securities Contract (Regulations) Act, Listing Agreement and the Company's Articles of Association and take necessary actions as may be required for the purpose and shall consider and resolve the grievances of shareholders of the Company including complaints related to non-receipt of balance sheet.

The composition of the Stakeholders Relationship Committee as on March 31, 2019 is as under:

Name of Director	Status	No. of Meeting held
Mr. Ram Krishan Singal	Chairman	0
Mr. Manish Kumar Singhal	Member	0
Mr. Manoj Gupta	Member	0

In view of the SEBI Circular No. CIR/OIAE/2/2011 dated June 3, 2011, the Company has obtained a user id and password for processing the investor complaints in a centralized web-based SEBI Complaints Redress System 'SCORES'. This enables the investors' online viewing of the actions taken by the Company on the complaints and its current status by logging on the SEBI's website i.e. www.sebi.gov.in.

Details of shareholders' complaints received and replied to their satisfaction: the Company has adequate systems and procedures to handle the investors' grievances and the same are being resolved on priority basis.

During the year no investor's complaints was received. By March 31, 2019 no investor complaint was pending.

• **Independent Directors' Meeting:**

During the year 1 (One) meeting of the Independent Directors was held on 22/02/2019 inter-alia, to discuss:

- Evaluation of the performance of Non-Independent Directors and the Board of Directors, as a whole.
- 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.

• **Details of last three general meetings**

The details of Annual General Meeting held in last three years are as under:

Year	Venue	Date	Time
2017-18	A-3, NDSE, Part-1, New Delhi-110049	29.09.2018	12:30 P.M
2016-17	A-3, NDSE, Part-1, New Delhi-110049	29.09.2017	12:30 P.M
2015-16	A-3, NDSE, Part-1, New Delhi-110049	28.09.2016	03:30 P.M

- **Disclosures**

- a. Management discussion and analysis**

The detailed report on ‘Management Discussion and Analysis’ is given separately in the annual report.

- b. Disclosure on materially significant related party transactions**

All transactions entered into with Related Parties as defined under the Companies Act, 2013 and Clause 52 of the Listing Agreement during the financial year were in the ordinary course of business and on arms length pricing basis. Suitable disclosure as required by the Accounting Standards (AS-18) has been made in the Note no.23 to the Financial Statements.

- c. Disclosure on accounting treatment**

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

- d. Detail of non-compliance, penalties and strictures imposed on the Company by the Stock Exchanges, SEBI or any Statutory Authority on any matters related to Capital Markets**

The Company has complied with all the requirements of the Listing Agreement with the Stock Exchanges as well as regulations and guidelines of SEBI. No penalties or strictures were imposed by SEBI, Stock Exchanges or any statutory authority on matters relating to Capital Markets during the last three years.

- e. Risk Management**

The Company has laid down a comprehensive Risk Assessment and Minimization Procedure which was presented to the Audit Committee and reviewed by the Board from time to time. These procedures are reviewed to ensure that executive management controls risk through means of a properly defined framework.

- f. Vigil Mechanism / Whistle Blower policy**

In compliance with provisions of Section 177 (9) of the Companies Act, 2013 and Clause 52 of the Listing Agreement the company has framed a Vigil Mechanism / Whistle Blower Policy and the same has also been placed on the website of the Company. None of the employees of the Company has been denied access to the Audit Committee.

- g. Details of compliance with mandatory requirements and adoption of non-mandatory requirements**

The Company has complied with all the applicable mandatory requirements. Compliance status about Non- mandatory requirements of listing agreement is

appearing separately elsewhere.

- **Prevention of Insider Trading**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company's by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Company Secretary is responsible for implementation of the Code.

All Board of Directors and the designated employees have confirmed compliance with the Code.

- **CEO & CFO Certification**

The Managing Director and Chief Financial Officer of the Company have issued necessary certificate pursuant to Clause 52 of the Listing Agreement with the Stock Exchanges and the same is attached and forms part of the Annual report.

- **Compliance Certificate of the Auditors**

Certificate from the Company's Statutory Auditors M/s Dinesh Jain (Membership No 525787), Partner of M/s Anil Ram & Associates. confirming compliance with conditions of Corporate Governance as stipulated under Clause 52 of the Listing Agreement with the Stock Exchanges is attached and forms part of the Annual Report.

- **Means of Communication**

The half yearly and the annual financial results are furnished to the Stock Exchanges, with whom the Company has listing arrangements to enable them to put them on their website. The Company has its own website i.e. www.svphousing.com wherein all relevant information is available.

- **General Shareholders' Information**

Annual general meeting

Date and time : 30th September, 2019 at 10:00 A.M.

Venue : A-3, NDSE, Part-I, New Delhi-110049

Period	Board Meeting
Results for half year and year ended March 31, 2019	Within 60 days of the end of Financial Year

Listing of Shares:

The Equity Shares of the Company is listed with the following Stock Exchanges

1. BSE Limited (Scrip Code: 5390410)

The Listing Fees of the Stock Exchange has been paid by the Company for the financial years 2018-19 and 2019-20.

ISIN Code for the Company's Equity Shares INE369Q01017

Corporate Identity Number (CIN) L70100DL2003PLC118413

Distribution Schedule as at March 31, 2019

Shareholding Nominal Value (Rs.)	No. of Shareholders	% of Total	Share Amount	% of Total
Upto 5000	8	3.089	40000	0.036
5001-50000	63	24.324	2075000	1.86
50001-100000	46	17.761	4430000	3.96
100001-9999999999	142	54.826	105249000	94.15
G. Total	259	100	111794000	100

No. of equity shares held

Category	No. of shares held	% of total voting rights	% of total holding
Indian Promoters (including Body Corporate)	4897400	43.81	43.81
Foreign Institutional Investors(FII)	-	-	-
Bodies Corporate	697500	6.24	6.24
Indian Public (Individuals)	4962000	44.39	44.39
Market Maker	22500	0.20	0.20
NRIs/OBCs	2500	0.02	0.02
Clearing Member	597500	5.34	5.34
Total	11179400	100	100



Registrar and Share Transfer Agent

M/s Bigshare Services Private Limited

E2, Ansa Industrial Area, Sakivihar Road, Sakinaka, Andheri East,

Mumbai-400072

Tel: +91 22 40430200

Fax: +91 22 28475207

Email Id: ashok@bigshareonline.com

Share Transfer System

Share transfer and related operations for SVP Housing Limited (Formerly known as Mahabir Metallex Limited) are conducted by M/s Bigshare Services Limited, which is registered with the SEBI as Category I Registrar.

Share transfer is normally affected within stipulated period, provided all the required documents are submitted.

Dividend history for the last 5 years

No dividend declared since incorporation.

Dematerialization of Shares

The Company's shares are compulsorily traded in dematerialized form and are available for trading on both the Depositories in India – National Securities Depository Limited (NSDL) and Central Depository Services (India) Ltd. (CDSL).

As on March 31, 2019, 98.48% of the Company's total Equity Shares representing 11009400 Shares were held in dematerialized form and shares representing 1.52% of paid-up share capital were held in physical form.

Reconciliation of Share Capital Audit

As stipulated by Securities and Exchange Board of India (SEBI), a Practicing Company Secretaries/Practicing Chartered Accountants carries out the Reconciliation of Share Capital Audit to reconcile the total admitted Capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit carries out every quarter and the report thereon is submitted to Stock Exchanges and is also placed before the Board of Directors.

Outstanding ADRs/ GDRs/ Warrants or any Convertible instruments



GDRs/ ADRs: There were no outstanding GDRs/ ADRs, as on March 31, 2019.

Warrants and other convertible instruments

There were no warrants outstanding for conversion as on March 31, 2019.

Investors Correspondence

Investor's correspondence can be made on Regd. Office of the Company as given under:

Investor cell

SVP Housing Limited

(formerly known as Mahabir Metallex Limited)

A-3, NDSE, Part-1, New Delhi-110049

CIN: L70100DL2003PLC118413

Phone: +91-11-41070148

Mail Id: info@svphousing.com

**For and on behalf of the Board
SVP Housing Limited**

Place: New Delhi

Date: 06.09.2019

**Vijay Kumar
Managing Director**



DECLARATION OF CODE OF CONDUCT

This is to confirm that the Board of Directors of the Company has laid down a Code of Conduct for its members and Senior Management Personnel of the Company. The same has also been posted on the Company's website. It is further confirmed that all the Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the Financial Year ended March 31, 2019 as envisaged in Clause 52 of the Listing Agreement with the Stock Exchanges.

**For and on behalf of the Board
SVP Housing Limited**

**Place: New Delhi
Date: 06.09.2019**

**Vijay Kumar
Managing Director**

CEO/CFO Certification

The Board of Directors
SVP Housing Limited
A-3, NDSE, Part -1
New Delhi-110049

We Vijay Kumar, Managing Director and Saurabh Jindal, Chief Financial Officer of SVP Housing Limited certify that:

- a) We have reviewed the Financial Statements for the Year ended March 31, 2019 and that to the best of our knowledge and belief:
 - i. the statements do not contain materially untrue statement, or omit any material fact or contain statements that might misleading;
 - ii. the statements present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our 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) We accept the responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the Auditors and Audit Committee:
 - i. Significant changes, if any, in the internal controls over financial reporting during the year;
 - ii. Significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and instances of significant fraud of which 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.

**For and on behalf of the Board
SVP Housing Limited**

**Place: New Delhi
Date: 30.05.2019**

**Vijay Kumar
Managing Director**

Auditors' Certificate

To the Members of the M/s SVP housing Limited (Formerly known as Mahabir Metallex Limited)

We have examined the compliance of conditions of Corporate Governance by the SVP housing Limited (Formerly known as Mahabir Metallex Limited) for the year ended March 31, 2019, as stipulated in Clause 52 of the Listing Agreement(s) of the said Company with the stock exchange(s).

The Compliance of Conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of corporate governance as stipulated in the above mentioned Listing Agreement(s).

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

For Anil Ram & Associates

Chartered Accountants,

ICAI Firm Registration No. 011986N

(Dinesh Jain)

Partner

Membership No.: 525787

Place: New Delhi

Dated: May 29, 2019

Independent Auditors' Report

To
The Members,
SVP Housing Limited,
Formerly known as Mahabir Metallex Limited,
New Delhi.

Report on the standalone Financial Statements

We have audited the accompanying financial statements of SVP Housing Limited (formerly known as Mahabir Metallex Limited) which comprise the Balance Sheet as at March 31, 2018, and the Statement of Profit and Loss for the year ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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, and profit/loss and its cash flows for the year ended on that date.

Basis of opinion

We conducted our audit in accordance with the standards auditing(SAs) specified under section 143(10) of The Companies Act 2013. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the code of ethics issued by The Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of The Companies Act, 2013 and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provides a basis for our opinion.

Responsibility of managements for the standalone Financial Statements

1. The Company's Board of Directors is responsible for the matters in Section 134(5) of the Companies Act, 2013 ("the act") with respect to preparation of these standalone financial statements that give a true and fair view of the financial position, and financial performance, (change in the equity) & cash flow of the Company in accordance with the Accounting Principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting the frauds and other irregularities, selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent, and design, implementation and maintenance of internal financial control that were operating

effectively for ensuring the accuracy and completeness of accounting records, relevant to the preparation and fair presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error

In preparing the financial statements, managements is responsible for assessing the company ability to continue as a going concern disclosing as applicable, matters related to going concern and using the basis of accounting unless managements either intends to liquidate the company or to cease operations or has no realistic alternative but to do so

Those board of directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the audit of the financial statements

Our objective are to obtain reasonable assurance about whether the financial statements, as a whole are free from material misstatements, whether due to fraud or error, and to issue an auditor's report that are includes our opinion . reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detects a material misstatements when its exists . misstatements can arise from fraud or error and are considered to influence the economic decisions of matters if, individually or in the aggregate , they could reasonably be expected to influence the economics decisions of users taken on the basis of these financial statements.

Report on Other Legal and Regulatory Requirements

As required by 'the Companies (Auditor's Report) Order, 2016', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the **Annexure B**, a statement on the matters specified in paragraphs 3 and 4 of the order.

As required by section 143(3) of the Act, we report that:

We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit

a) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.(and proper returns adequate for the purpose of our audit have been received from the branches not visited by us)

b) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.

c) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules,

2014.

d) On the basis of written representations received from the directors as on 31st March, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019, from being appointed as a director in terms of Section 164(2) of the Act.

e) With respect to adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **Annexure A**.

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

- i. The Company does not have any pending litigations which could impact its financial position in the financial statements.
- ii. The Company has made provision as at March 31, 2019, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.
- iii. There were no amounts required to be transferred, to the Investor Education and Protection Fund by the Company for the year ended March 31, 2019.

For Anil Ram & Associates

Chartered Accountants,

ICAI Firm Registration No. 011986N

(Dinesh Jain)

Partner

Membership No.: 525787

Place: New Delhi

Dated: May 29, 2019

Annexure (A) to the Independent Auditors' Report

Referred to in paragraph 10(f) of the Independent Auditor's Report of even date to the members of SVP Housing Limited (formerly known as Mahabir Metallex Limited) on the financial statements for the year ended March 31, 2019:

Report on the Internal Financial Controls under clause (i) of the sub-section 3 of Section 143 of the Act:

1. We have audited the internal financial controls over financial reporting of SVP Housing Limited (formerly known as Mahabir Metallex Limited) ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include of 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 its frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the act.

Auditor's Responsibility

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

Meaning of Internal Financial Controls over Financial Reporting

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of

financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that 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 authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 Anil Ram & Associates

Chartered Accountants,

ICAI Firm Registration No. 011986N

(Dinesh Jain)

Partner

Membership No.: 525787

Place: New Delhi

Dated: May 29, 2019

Annexure (B) to the Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of SVP Housing Limited (formerly known as Mahabir Metallex Limited) on the financial statements 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) A substantial portion of the fixed assets has been physically verified by the management during the period and in our opinion the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such physical verification.
2. There were no inventories at the end of the previous financial year except housing project purchased during the year which is valued at cost incurred till the end of Financial Year.
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. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.
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 the loans and investments made, and guarantees and security provided by it.
5. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
6. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.
7.
 - (a) According to the information and explanations given to us and the records of the company, the company is not regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Investor Education Protection Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, Service Tax, Value Added Tax, Cess and other material statutory dues applicable to it and few delays have been observed.
 - (b) According to the information and explanations given to us, no undisputed amount payable in respect of Income Tax, Wealth Tax, Sales Tax, Customs Duty and Excise Duty, Service Tax, Value Added Tax, Cess etc. were outstanding as at 31st March, 2019 for a period of more than six months from the date they became payable.
8. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution or bank or Government or dues to debenture holders as at the balance sheet date.
9. In our opinion, and according to the information and explanations given to us, the moneys raised by way of term loans have been applied for the purposes for which they were obtained. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments).

10. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management. The company has not given any guarantee for loans taken by others from bank or financial institutions.
11. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act. In our opinion, the term loans have been applied for the purpose for which they were raised.
12. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
13. The Company has not entered into transactions with related parties as per the provisions of Sections 177 and 188 of the Act.
14. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
15. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For Anil Ram & Associates

Chartered Accountants,

ICAI Firm Registration No. 011986N

(Dinesh Jain)

Partner

Membership No.: 525787

Place: New Delhi

Dated: May 29, 2019

BALANCE SHEET AS AT 31ST MARCH, 2019			(Figures in Rs.)	
PARTICULARS	Not e	As at 31st March, 2019	As at 31st March,2018	
I. EQUITY AND LIABILITIES				
1. Shareholders' Funds				
(a) Share Capital	2	211,794,000	211,794,000	
(b) Reserves and Surplus	3	42,481,775	42,481,653	
		254,287,775	254,275,653	
2. Share Application Money Pending	4			
Allotment		-	-	
3. Non-Current Liabilities				
(a) Long-Term Borrowings	5	-	-	
4. Current Liabilities				
(a) Short-term Borrowings	6	27,910,000	22,910,000	
(b) Trade Payables	7	9,286,529	13,515,335	
(c) Other Current Liabilities	8	75,892,759	76,189,402	
(d) Short Term Provision	9	330,187	341,071	
		113,419,475	112,955,808	
TOTAL		367,707,250	367,231,461	
II ASSETS				
(1) Non-Current Assets				
(a) Fixed Assets				
(i) Tangible Assets	10	325,845	455,970	
(b) Other non-current assets		-	-	
(c) Deffered Tax assets(net)		156,314	163,401	
(2) Current Assets				

(a) Inventories		334,806,668	333,326,868
(b) Trade Receivables	11	-	-
(c) Cash and Bank Balances	12	44,939	911,737
(d) Short-Term Loans and Advances	13	27,984,261	27,984,261
(e) Other Current Assets	14	4,389,224	4,389,224
TOTAL		367,707,250	367,231,461
		-	

Notes form an integral of these financial statements

As per our Separate Report of even date

For Anil Ram & Associates

Firm Reg. No. 011986N

Chartered Accountants

(Dinesh Jain)

Partner

Membership No. 525787

Date: 29th May, 2019

Place: New Delhi

For and on behalf of the Board

(Manoj Gupta)

Director

(Vijay Kumar)
Managing Director

(Ritika Jain)

Company Secretary

(Saurabh Jindal)
CFO

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019				
	PARTICULARS	Note No.	Year ended 31st March 2019 (Figures in Rs.)	Year ended 31st March, 2018 (Figures in Rs.)
I.	REVENUES			
	(a) Revenue from Operation	15	-	-
	(b) Other Income	16	23,049	32,131
	Total Revenues		23,049	32,131
II.	EXPENSES			
	Cost of Materials consumed		-	-
	Purchase of Stock-in-Trade	17	-	-
	Changes in inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	18	(1,479,800)	(3,853,855)
	Employee Benefit Expense	19	264,000	281,358
	Finance Costs	20	3,376	1,259,773
	Depreciation	10	130,125	184,219
	Other Expenses	21	1,082,299	2,128,505
	Total Expenses		-	-
	Profit Before Tax		23,049	32,131
	Tax Expenses:			
	(a) Current Tax	22	5,993	8,274
	(b) Deffered Tax		7,086	(4,665)
	(c) Income Tax for earlier years		(2,152)	(1,693)
	Profit/ (Loss) for the year		30,205	303,993
	Earnings per Equity Share of Rs. 10 each:			
	Basic		0.0011	0.0027
	Diluted		0.0011	0.0027
Notes form an integral of these financial statements				
<p>As per our Separate Report of even date For Anil Ram & Associates Firm Reg. No. 011986N Chartered Accountants</p> <p>(Dinesh Jain) Partner Membership No. 525787</p> <p>Date: 29th May, 2019 Place: New Delhi</p>			<p>For and on behalf of the Board</p> <p>(Manoj Gupta) (Ritika Jain) Director Company Secretary</p> <p>(Vijay Kumar) (Saurabh Jindal) Managing Director CFO</p>	

Notes to the financial statements

1. Summary of significant accounting policies

1.1 Basis of Accounting

"These financial statements have been prepared as going concern in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis, except for certain tangible assets which are being carried at revalued amounts. Pursuant to Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 till the standard of accounting or any addendum are prescribed by the Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing accounting standards notified under Companies Act, 1956 shall continue to apply.

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – noncurrent classification of assets and liabilities."

1.2 Revenue Recognition

Revenue is recognised as:

- a) Domestic Sales on transfer of significant risks and rewards to the customer which takes place on dispatch of goods from the factory.
- b) Export Sales on transfer of significant risks and rewards to the customer which takes place on dispatch of goods from the port.

1.3 Fixed Assets

Tangible Assets

Fixed Assets (except Freehold Land which is carried at cost) are carried at cost of acquisition or construction or at manufacturing cost (in case of own manufactured costs) in the year of capitalisation less accumulated depreciation.

Depreciation on Tangible Assets

"i) Tangible Assets are stated at acquisition cost, net of accumulated depreciation.

Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realisable value and are shown separately in the financial statements. Any expected loss is recognised immediately in the Statement of Profit and Loss.

Losses arising from the retirement of, and gains or losses arising from disposal of fixed assets which are arrived at cost are recognised in the Statement of Profit and Loss. "

ii) Depreciation is calculated on straight-line basis from the first day of the month in which it is acquired. The rates are based on the following expected life of the assets and are higher than the rates prescribed in Schedule II to the Companies Act, 2013.

Vehicles

10 Years

Furniture and Fixtures	10 Years
Computers	3 Years

1.4 Inventories

- a) Inventories are valued at lower of cost, determined on the weighted average basis and net realisable value.
- b) The cost of Finished Goods and Work-in-Progress comprises Raw Material, Direct Labour, Other Direct Costs and related production overheads. The Co has included all costs incurred in the valuation of Inventory (work in progress). Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and estimated costs necessary to make the sale.

1.5 Interest Income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

1.6 Taxes

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in the respective jurisdictions.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. In situations where the company has unabsorbed depreciation or carry forward losses under tax laws, Deferred tax assets are recognised only to the extent that there this virtual certainty supported by convincing evidence that they can be realised against future taxable profits. At each Balance Sheet date, the Company re-assesses unrecognised deferred tax assets, if any.

Minimum Alternate Tax credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

1.7 Provision & Contingencies

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

Contingent Liability: A disclosure of contingent liability is made when there is a present obligation that may require an outflow of resources or where a reliable estimate of such

obligation cannot be made.

1.8 Duties & Credits

- a) Excise Duty is accounted for at the time of clearance of goods, except closing stock of finished goods lying at the time of works.
- b) Cenvat Credit, to the extent available during the year, is adjusted towards cost of materials.
- c) Duty credit on export sales has been taken on accrued basis whether license has been issued after closing of the financial year.
- d) Sales are inclusive of excise duty and after deducting the trade discount and also sales taxes applicable.

1.9 Investments

Investments that are readily realisable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as Current Investments. All other investments are classified as Non Current Investments. Current Investments are valued at lower of Cost and Fair Value. Non Current Investments are valued at cost, except in the case of other than temporary decline in value, in which case necessary provision is made.

1.10 Cash and Cash Equivalents

In the Cash Flow Statement, cash and cash equivalents include cash in hand, demand deposits with bank, other short term highly liquid investments with original maturities of three months or less.

1.11 Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earning per share consist of the net profit for the period and any attributable tax thereon. The weighted average number of shares outstanding during the period and for all periods presented is adjusted for events other than the conversion of potential equity shares outstanding, without a corresponding change in resources. For the purposes of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

NOTES TO ACCOUNTS

2 Share Capital

	As at 31st March 2019	As at 31st March 2018
Authorized, Issued, Subscribed and Paid-up Share Capital		
Authorized:		
15,000,000 (Previous Year: 10,500,000) Equity Shares of Rs.10 each	150,000,000	150,000,000
10,000,000 (Previous Year: NIL) 9% Redeemable Cumm. Pref. Shares of Rs. 10 each	100,000,000	100,000,000
Total	250,000,000	250,000,000
Issued, Subscribed & Paid up:		
1,11,79,400 (Previous year: 1,04,29,400) Equity Shares of Rs. 10 each fully paid-up	111,794,000	111,794,000
10,000,000 (Previous Year: NIL) 9% Redeemable Cumm. Pref. Shares of Rs. 10 each fully paid-up.	100,000,000	100,000,000
Total	211,794,000	211,794,000

a) Reconciliation of Number of Shares

	As at 31st March 2019		As at 31st March 2018	
	Number of Shares	Amount (Rs)	Number of Shares	Amount (Rs)
Equity Shares				
Balance as at the beginning of the year	11,179,400	111,794,000	10,429,400	104,294,000
Add: Shares issued during the year	-	-	750,000	750,000
Add: Bonus Shares issued during the year	-	-	-	-
Balance as at the end of the Year	11,179,400	111,794,000	11,179,400	111,794,000

	As at 31st March 2019		As at 31st March 2018	
	Number of Shares	Amount (Rs)	Number of Shares	Amount (Rs)
Preference Shares				
Balance as at the beginning of the year	10,000,000	100,000,000	10,000,000	100,000,000
Add: Shares issued during the year				
Add: Bonus Shares issued during the year			-	-

Balance as at the end of the Year		100,000,000		
	10,000,000	0	10,000,000	100,000,000

b) The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting. The company had issued in earlier year 1 crore, 9% Redeemable cumulative preference share at par value of Rs 10 per share redeemable after a period of 5 years as a part payment for housing project taken over.

c) In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

d) Detail of equity shareholders holding more than 5% equity shares of the Company

Name of Shareholder	As at 31st March 2019		As at 31 st March 2018	
	Numbers of Shares held	% of holding	Numbers of Shares held	% of holding
1. SVP Builders (India) Ltd.	3,600,000	32.20	3,600,000.00	32.20

e) Detail of preference shareholders holding more than 5% preference shares of the Company

Name of Shareholder	As at 31st March 2019		As at 31 st March, 2018	
	Numbers of Shares held	% of holding	Numbers of Shares held	% of holding
1. SVP Builders (India) Ltd.	10,000,000	100.00	10,000,000	100.00

3 Reserves and Surplus:

	As at 31st March 2019	As at 31st March 2018
(a) Securities Premium Account		
Balance as at the beginning of the year	43,226,000	19,226,000
Add: Securities Premium from Shares Issued		24,000,000
	43,226,000	43,226,000
Less: Amount utilised on fully paid bonus shares		-
Balance as at the end of year	43,226,000	43,226,000
(b) Surplus		
Balance as at the beginning of the year	(744,347)	(774,552)
Add: Net Profit for the year	12122	30,205
Balance as at the end of year	(732,225)	(744,347)

Total		42,493,775	42,481,653
4 Share Application Money Pending Allotment :		As at 31st March 2019	As at 31st March 2018
Share application Money Pending Allotment			-
Total			-
5 Long Term Borrowings		As at 31st March 2019	As at 31st March 2018
Secured:			
Term Loan			
- From Bank		-	-
Total		-	-
6 Short-Term Borrowings		As at 31st March 2019	As at 31st March 2018
Secured :			
Working Capital Loans Repayable on Demand			
- From Bank		-	14,129,413
Unsecured :			
Loans and Advances from Related Parties		27,910,000	22,910,000
Total		27,910,000	22,910,000
7 Trade Payable		As at 31st March 2019	As at 31st March 2018
Advance from customers		8,188,148	12,908,286
Sundry Creditors Trading Goods			-
Expenses Payable		1,098,381	607,049
		9,286,529	13,515,335
8 Other Current Liabilities			

	As at 31st March 2019	As at 31st March 2018
SVP Builders (I) Ltd	70,908,919	70,902,919
Mahabir steels	4,974,700	5,274,700
Statutory Liabilities	9,140	11,783
Credit Balance with Banks	-	286,506
Total	75,892,759	76,189,402
9 Short term Provision		
	As at 31st March 2019	As at 31st March 2018
Salary Payable	88,000	96,679
Audit fee payable	238,500	238,500
Income Tax Payable 18-19	3687	5892
Provision for Tax		
Total	330,187	341,071
11 Trade Receivables		
	As at 31st March 2019	As at 31st March 2018
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
a) Secured, Considered Good :	-	-
b) Unsecured, Considered Good :	-	-
c) Unsecured, Considered Doubtful	-	-
Trade receivables outstanding for a period less than six months from the date they are due for payment		
a) Secured, Considered Good :	-	-
b) Unsecured, Considered Good :	-	-
c) Unsecured, Considered Doubtful	-	-
Total	-	-
12 Cash and Bank Balances		
	As at 31st March 2019	As at 31st March 2018
Cash and Cash Equivalents :		

a. Balance with Banks:		
In current accounts	42,229	628,934
Demand Deposits	-	-
b. Cash on hand	2,710	2,710
Sub Total (1)	44,939	631,644
Other Bank Balances:		
In margin money with maturities less than 12 months at inception	-	280,093
Sub Total (2)		280,093
Total (1+2)	44,939	911,737
13 Short Term Loans and Advances		
	As at 31st March 2019	As at 31st March 2018
Unsecured, considered good, unless otherwise stated		
Loans and Advances to Related Parties		
-Considered good	27,839,760	27,839,760
Other Loans and advances		
(a) Advance Tax (Net of Provision)		-
(b) Prepaid Expenses		-
(c) Balances with Revenue Authorities	144501	144501
Total	27,984,261	27,984,261
14 Other Current Assets		
	As at 31st March 2019	As at 31st March 2018
Preliminary Expenses	4,389,224	4,389,224
Total	4,389,224	4,389,224
15 Revenue from Operations		
	As at 31st March 2019	As at 31st March 2018
Sales		
-Domestic	-	-
Job Work	-	-
	-	-

Details of Sale of Products:			
Traded Goods			
Iron-Steel Products			
		-	-
16	Other Incomes		
		As at 31st March 2019	As at 31st March 2018
	Interest Income	23,049	32,131
	Misc. Income	-	-
	Total	23,049	32,131
17	Purchase		
		As at 31st March 2019	As at 31st March 2018
	Purchases of Traded Goods	-	-
	Purchase of housing project at wave city		
		-	-
	All the above material consumed was procured from indigenous source only		
	Details of Purchases of Traded Goods:		
	Iron-Steel Products	-	-
18	Change in Inventory		
		As at 31st March 2019	As at 31st March 2018
	Opening Stock		-
	Finished Goods	-	-
	Work in progress	333,326,868	329,473,013
	Total (1)	333,326,868	329,473,013
	Closing Stock		-
	Finished Goods		-
	Work in progress	334,791,241	333,326,868
	Total (2)	334,791,241	333,326,868
	Total (2-1)	1,464,373	3,853,855
19	Employee Benefit Expenses		

	As at 31st March 2019	As at 31st March 2018
Salary and Bonus	264,000	281,358
Total	264,000	281,358
20 Finance Cost		
	As at 31st March 2019	As at 31st March 2018
Interest Expenses	-	1,245,845
Other Borrowing Cost (BANK CHARGES)	2,634.5	11,643
Interest on TDS	741	2285
Total	3,376	1,259,773
21 Other Expenses		
	As at 31st March 2019	As at 31st March 2018
Fees, Rates and Taxes	183,835	947,383
Printing Expenses	66,836	60,541
Professional Charges	55,080	106,220
Telephone Expenses	2665	865
Misc Expenses	14624	9,576
ROC Fees	6,000	22,800
Loss on Cancellation of Flats	127,269	341,107
Security Exp.	537490	543,468
Vat Expense	-	8045
Payment to Auditors		
-Audit Fee	88500	88,500
Total	1,082,299	2,128,505
(a) Details of Payment to Auditors:		
Audit Fee	88,500	88,500
Tax Audit Fee	-	-
Other Matters	-	-
Total	88,500	88,500

	As at 31st March 2019	As at 31st March 2018
22 Tax Expense		
a) Current Tax:		
Current tax for the year	5,993	8,274
Current Tax Adjustments for Earlier Years (net)	-2152	-1693
b) Deferred Tax:		
Deferred Tax for the Year	7086	(4,655)
Total	10,927	1,926

23 Related Party Disclosures

A. List of Related Parties

i) Key management Personnel:

Mr. Manoj Gupta

Mr. Vijay Kumar

ii) Relatives of Key Management personnel

Mahabir Steel Rolling Mills

SVP Builders (I) Ltd

B. Transactions carried out with Related Parties referred in (A) above

Nature Of Transaction as at 31st March 2019

Loan received back- Mahabir Agency (a unit of Mahabir Tradeventures LLP) – Rs. 300,000

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25 The figures of previous year have been regrouped /rearranged wherever considered necessary.

As per our Separate Report of even date

For Anil Ram & Associates

Firm Reg. No. 011986N

Chartered Accountants

(Dinesh Jain)

Partner

Membership No. 525787

For and on behalf of the Board

**(Manoj
Gupta)**

Director

**(Vijay
Kumar)**

Managing
Director

**(Ritika
Jain)**

Company
Secretary

**(Saurabh
Jindal)**

CFO

Corporate Information

Board of Directors

- | | |
|----------------------------|--|
| ➤ Mr. Vijay Kumar | (Managing Director and Executive Director) |
| ➤ Mr. Manoj Gupta | (Non-Executive Director) |
| ➤ Mrs. Chameli Devi | (Executive director) |
| ➤ Mr. Manish Kumar Singhal | (Independent Director) |
| ➤ Mr. Ram Krishan Singal | (Independent Director) |
| ➤ Mr. Kamal Kakar | (Independent Director) |

Chief Financial officer Officer

Mr. Saurabh Jindal
A-3, NDSE, Part-1
New Delhi -110049, Tel No. 011-41070148
Email: info@svphousing.com

Company Secretary & Compliance

Ms. Ritika Jain
A-3, NDSE, Part-1
New Delhi -110049, Tel No. 011-41070148
Email: complianceofficer@svphousing.com

Auditors

➤ **Statutory Auditor**

M/s Anil Ram & Associates
Chartered Accountants
Office No. 306 III Floor, Ansari Road, Darya Ganj
New Delhi, Delhi-110002
E-mail: ara.ca@caanilram.com
Ph No. 9999952321

Secretarial Auditor

Liza Sahni & Co
Company Secretaries
New Delhi

Registrar and Transfer Agent

Bigshare Services Private Limited
E2, Ansa Industrial Estate, Sakivihar Road,
Sakinaka Andheri (E), Mumbai – 400072
bm0076@obc.co.in
Tel.: +91 11 40430200
Fax: +91 11 28475207

Bankers to the company

Oriental Bank of Commerce
Razapur , Ghaziabad
E-mail:

Registered Office Address

A-3, NDSE, Part-1
New Delhi, Delhi -110049, Tel No. 011-41070148
Webiste: www.svphousing.com
E-mail: info@svphousing.com



SVP HOUSING LIMITED

(Formerly Known As MAHABIR METALLEX LIMITED)

Registered Office: A-3, NDSE, Part-1, New Delhi-110049

CIN: L70100DL2003PLC118413

Website: www.svphousing.com

Email Id: info@svphousing.com Phone: 011-41070148

ATTENDENCE SLIP

(To be handed over at the entrance of the Meeting Hall)

DP ID & Client ID/ Folio No.	
No. of shares held	

I/We hereby record my/our presence at the Annual General Meeting of M/s SVP Housing Limited to be held on Monday, 30th September 2019 at 10.00 A.M. at A-3, NDSE, Part-I, New Delhi- 110049.

Member's Folio/DP ID-Client-ID
Signature

Member's/ Proxy's name in Block Letters

Member's/Proxy's

Note:

1. Please complete the Folio/ DP ID-Client ID No. and name, sign this attendance Slip and hand it over at the Attendance Verification Counter at the entrance of the meeting hall.
2. Electronic copy of the Annual Report for 2018-19 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/Depository participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Physical copy of the Annual Report for 2018-19 and the Notice of the Annual General Meeting along with Attendance Slip and Proxy form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.



To
Company Secretary
SVP housing Limited
A-3, NDSE, part-1,
New Delhi-110049

I agree to receive all documents / notices from the Company in electronics mode. Please register my email id in your records for sending for sending communication through e-mail. The required details are as under.

Folio No: (For Physical Shares) :
DP ID :
Client ID :
PAN No :
Name of 1st Registered Holder :
Registered address of Shareholder :
Email Id :
Contact No :

Date:
Holder

Signature of First

Important Communication to Shareholders

- **Green Initiative:** The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e- mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to send e-mail at info@svphousing.com to update their e-mail address.
- **Demat Your Shares:** Members are requested to convert their physical holding to demat form through any of the nearest depository participant (DPs) to avoid hassles involved with physical shares such as possibility of loss, mutilation, and to ensure safe and speedy transaction in securities.

Register Your National Electronic Clearing Services (NECS) Mandate: RBI has initiated NECS for credit of Dividend directly to the Bank Account of shareholders. Members holding shares in electronic mode are requested to register their latest Bank Account details (Core Banking Solutions enabled account number, 9 digit MICR and 11 digit IFS Code details) with their Depository Participant. Members holding shares in physical form are requested to register their latest Bank Account details (Core Banking Solutions enabled account number, 9 digit MICR and 11 digit IFS Code details) to the Company’s R & T Agent.



SVP HOUSING LIMITED

(Formerly Known As MAHABIR METALLEX LIMITED)

Registered Office: A-3, NDSE, Part-1, New Delhi-110049

CIN: L70100DL2003PLC118413

Website: www.svphousing.com

Email Id: info@svphousing.com Phone: 011-41070148

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:

I/We being the member(s) of Shares of the above named Company hereby appoint:

(1) Name:, Email Id.....
Signature..... or falling him; (2) Name:, Email Id.....
Signature..... or falling him; (3) Name:, Email Id.....
Signature..... or falling him;

as my/our proxy to attend and vote (on a poll) for me/ us and on my/our behalf at the Annual General Meeting of the Members of SVP housing Limited to be held on 30th September, 2019 at 12.30 P.M. at A-3, NDSE, Part-I, New Delhi-110049 and at any adjournment thereof in respect of such resolutions as are indicated below:

Description or Resolution	For	Against*
1. Adoption of Audited Financial Statement, Report of the Board of Directors and Auditors for the year ended March 31, 2019.		
2. Appointment of Mr. Vijay Kumar (DIN: 00369802), Director who liable to retires by rotation.		
3. Appointment of Mr. Manoj Gupta (DIN: 00076234), Director who liable to retires by rotation		

Signed this.....day of

.....2019. Signature of

Shareholder.....

Affix
One rupee
revenue
Stamp

Signature of Proxy holder(s)

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

*1. Please put 'x' in the appropriate column against the respective resolutions. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

2. Please complete all details including details of member(s) in above box before submission.

