

01st September, 2017

To,
Corporate Relationship Department
Bombay Stock Exchange Limited
P.J. Towers, 01st Floor & 14th Floor,
Dalal Street, Mumbai - 400 001.

Scrip Code: 540426

Dear Sir,

SUB.: Submission of 03rd Annual General Meeting Annual Report F. Y. 2016-2017

With reference to above subject, we herewith attached 03rd Annual General Meeting Annual Report F. Y. 2016-2017 for your goodselves.

You are requested to kindly take a note of the same.

Thanking You,

Yours faithfully,

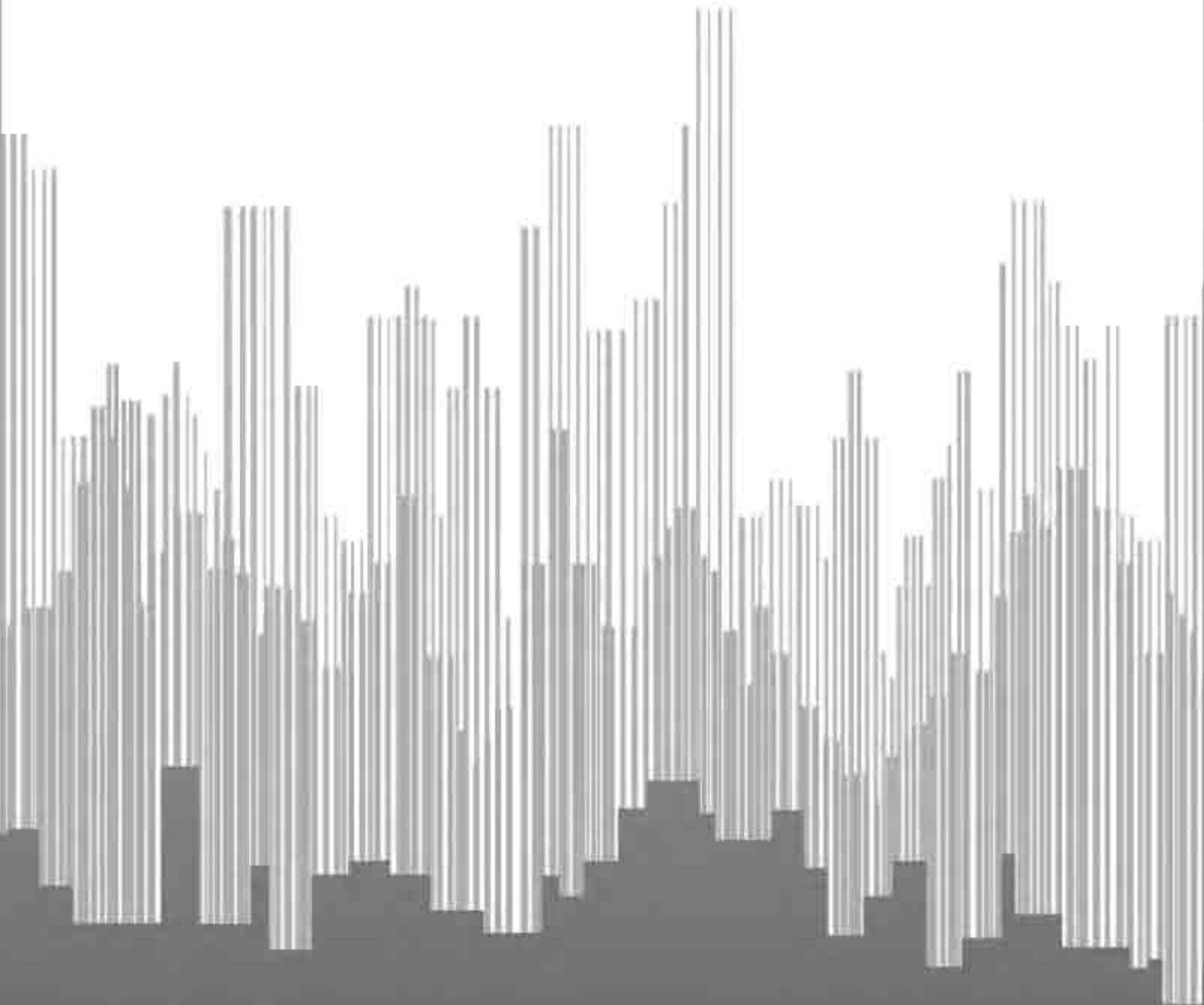
For Relstruct Buildcon Limited


Hemendra H Mapara
(Managing Director)





ANNUAL REPORT 2016-2017



Custom-built dreams

RELSTRUCT BUILDCON LIMITED

Board of Directors

Name	Designation
Mr. Hemendra Haridas Mapara	Managing Director
Mr. Chetan Haridas Mapara	Executive Director & CFO
Mr. Veenit Subhakkumar Mapara	Executive Director & CEO
Mr. Hemal Chandrakant Shah	Independent Director
Ms. Mansi Suresh Gajjar	Independent Director
Mr. Gaurang Hemchandra Chury	Independent Director

- Compliance Office & Company Secretary

Mr. Kamlesh Vyas

Company Secretary

- Statutory Auditors

M/S. R.M. Ajgaonkar & Associates,

Chartered Accountant

Mumbai

- Secretarial Auditor

M/s. Dhirendra Maurya and Associates

Company Secretary

Mumbai

- Banker of Company

Bank of India, Mumbai

Axis Bank, Mumbai

- Registered & Corporate office

B/201-202, 2nd Floor, Sunshine Plaza Subhash Lane, Malad (E), Mumbai-400097.

- Registrar & Share Transfer Agent

Karvy Computershare Pvt. Ltd.

Karvy Selenium Tower B, Plot 31-32,

Gachibowli, Financial District

Nanakramguda, Hyderabad 500 032 India

- Equity Shares ISIN code - INE 792 V 01010

- Listed on Stock Exchange – BSE SME plate form

ONGOING PROJECT GREEN PARK PROJECT, BOISAR



ONGOING PROJECTS

Winning your dreams is only in the opportune moment,
you build as they manifest within the realm of the solution.





UPCOMING PROJECT



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STANZA PROJECT

CHEMBUR, MUMBAI



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NOTICE

Notice is hereby given that the 3rd (Third) Annual General Meeting of the members of the Company M/s. Relstruct Buildcon Limited will be held on Friday, 29th September, 2017 at Registered office of the Company at Unit No. 201-2, 2nd Floor, Sunshine Plaza, Subhash Lane, Malad East, Mumbai – 400097, Maharashtra, India at 2 p.m. to transact the following businesses:

Ordinary Business:

Item No. 1

To consider and adopt Audited Financials

To receive, consider and adopt the Audited Balance Sheet of the Company as at March 31, 2017, The Profit and Loss Account for the year ended on that date together with the report of the Board of Directors and Auditors thereon.

Item No.2

To declare dividend of Rs. 0.05 per fully paid up equity shares of Rs. 10/- each for the financial year 2016-2017.

Item No.3

To appoint auditors and fix their remuneration and in this regard to consider and, if thought fit, to pass with or without modification(s), following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to provision of section 139 of the Companies Act 2013 (as

amended or re-enacted from time to time) read with rule no. 3 of the Companies (Audit and Auditors) Rules 2014, M/s. R. M. Ajsaonkar & Associates (Firm Reg. No.: 117247W), be and are hereby appointed as the Statutory Auditors of the Company and to hold office from the conclusion of this Annual General Meeting till the conclusion of the 4th Annual General Meeting i.e. from F.Y. 2016-17 to F.Y. 2017-18 on such remuneration as may be fixed by the Board of Directors of the Company, besides service tax and any other applicable levies and reimbursement of travelling, communication and out of pocket expenses, if any."

Item No.4

Regularisation of Appointment of Additional Director as a Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Article 119 of Articles of Association of the Company and Regulation 19 (4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, regulations, notifications and circulars of Reserve Bank of India and other applicable laws, Ms. Mansi Suresh Gajjar (DIN: 07615248), who was appointed as an Additional Director of the Company with effect from 14/09/2016 by the Board of Directors pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office only upto the date of the ensuing Annual General Meeting of the Company and in respect of whom the Company has received notice in writing along with a deposit of Rs. 1,00,000 (Rupees One lac only) from a member under Section 160 of the Act proposing the candidature of Ms. Mansi Suresh Gajjar (DIN: 07615248) for the office of Director be and is hereby appointed as a Non Executive Director of the Company, whose period of office will be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item No.5

Regularisation of Appointment of Additional Director as a Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as

an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Article 119 of Articles of Association of the Company and Regulation 19 (4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, regulations, notifications and circulars of Reserve Bank of India and other applicable laws, Mr. Gaurang Hemchandra Chury (DIN: 07689033), who was appointed as an Additional Director of the Company with effect from 24/12/2016 by the Board of Directors pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office only upto the date of the ensuing Annual General Meeting of the Company and in respect of whom the Company has received notice in writing along with a deposit of Rs. 1,00,000 (Rupees One lac only) from a member under Section 160 of the Act proposing the candidature of Mr. Gaurang Hemchandra Chury for the office of Director be and is hereby appointed as a Non Executive Director of the Company, whose period of office will be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors
For Relstruct Buildcon Limited

Hemendra Mapara
Managing Director
DIN: : 06736527
Place : Mumbai,
Date : 01/09/2017

Registered Office	
CIN	U70200MH2014PLC254148
Address	B/201-202, 2nd Floor, Sunshine Plaza Subhash Lane, Malad (E), Mumbai-400097
Tel No.	+91 22 28896386/28809617
Email Id	contact@relstructbuildcon.com
Website	www.relstructbuildcon.com

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE THIRD ANNUAL GENERAL MEETING (“the Meeting”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTYEIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
- 2. A PERSON SHALL ACT AS PROXY FOR ONLY 50 MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. MEMBER HOLDING MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.**
- 3. If a Person is appointed as Proxy for more than 50 Members, he shall choose any 50 Members and confirm the same to the Company 24 hours before the commencement of the Meeting. In case, the Proxy fails to do so, the Company shall consider only the first 50 proxies received in respect of such person as valid.**
- 4. Proxy holder shall prove his identity at the time of attending the Meeting. A Proxy Form which does not state the name of the Proxy shall be considered invalid.**
- 5. Corporate members intending to send their authorised representatives to attend the Meeting pursuant to Section 113 of Companies Act, 2013 (“the Act”) are requested to send to the Company a certified copy of the Board resolution authorising their representatives to attend and vote on their behalf at the Meeting.**
- 6. Proxy Form(s) and certified copy of Board resolution(s) authorising representative(s) to attend and vote at the Meeting shall be sent to the registered office of the Company.**
- 7. An Explanatory Statement pursuant to Section 102 of the Act in respect of Item nos. 4 and 5 of the Notice set out above, is annexed hereto.**
- 8. The Register of Members and Share Transfer Books of the Company will remain closed from 23 September 2017 to 29 September, 2017 (both days inclusive) In connection with the AGM and for the purpose of payment of dividend, approved by the Members.**
- 9. The dividend, as recommended by the Board, if approved at the Meeting, will be paid to those**

Members or their mandates whose names are registered in the Company's Register of Members:

10. a) Members are requested to notify immediately any change of address:

- i. to their Depository Participants ("DPs") in respect of the shares held in electronic form, and
- ii. to the Company or its RTA, in respect of the shares held in physical form together with a proof of address viz. Electricity Bill, Telephone Bill, Ration Card, Voter ID Card, Passport etc.

b) In case the mailing address mentioned on this Annual Report is without the PINCODE, Members are requested to kindly inform their PINCODE immediately.

11. Non-resident Indian Members are requested to inform the Company or its RTA or to the concerned DPs, as the case may be, immediately:

- (a) the change in the residential status on return to India for permanent settlement.
- (b) the particulars of the NRE Account with a Bank in India, if not furnished earlier.

12. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or its RTA quoting their Folio number or their Client ID number with DP ID number, as the case may be.

13. Members who are holding shares in identical order of names in more than one folio are requested to send to the Company or its RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. The share certificates will be returned to the Members after making requisite changes thereon.

14. (a) Members are advised to avail the facility for receipt of dividend through Electronic Clearing Service ("ECS"). The ECS facility is available at specified locations. Members holding shares in electronic form are requested to contact their respective DPs for availing ECS facility. Members holding shares in physical form are requested to download the ECS form from the website of the Company viz. www.relstructbuildcon.com and the same duly filled up and signed along with a photocopy of a cancelled cheque may be sent to the Company or to its RTA.

(b) Members who hold shares in electronic form and want to change / correct the bank account details should send the same immediately to their concerned DP and not to the Company. Members are also requested to give the MICR Code of their bank to their DPs. The Company will not entertain any direct request from such Members for change of

address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. The said details will be considered, as will be furnished by NSDL/CDSL to the Company.

(c) The Securities and Exchange Board of India (“SEBI”) has provided that companies making cash payments to their investors shall use approved electronic mode of payment such as ECS, NECS, NEFT etc. To enable usage of electronic payment instruments, companies are required to maintain requisite bank details of their investors:-

- For securities held in electronic form, companies shall seek relevant bank details from the Dps.
- For securities held in physical mode, companies shall maintain updated bank details received from the investors.

(d) To avoid the incidence of fraudulent encashment of dividend warrants, Members are requested to intimate the Company under the signature of the Sole / First Joint holder, the following information, so that the bank account number and name and address of the bank can be printed on the dividend warrants:

1) Name of Sole / First Joint holder and Folio number.

2) Particulars of bank account, viz.

i) Name of bank

ii) Name of branch

iii) Complete address of bank with PINCODE

iv) Account type, whether Savings (SB) or Current Account (CA)

v) Bank Account Number

15. As per the provisions of Section 72 of the Act, facility for making nominations is now available to INDIVIDUALS holding shares in the Company. Members holding shares in physical form may obtain the Nomination Form from the Company’s Secretarial Department at its Registered Office or its RTA or can download the form from the Company’s website viz. www.relstructbuildcon.com. Members holding shares in electronic form have to approach their DPs for completing the nomination formalities.

16. Disclosure pursuant to Regulation 26(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) with respect to Directors seeking re-appointment/appointment at the Meeting is attached hereto.

17. The Annual Report of the Company for the year 2016-17, circulated to the Members of the Company, is available on the Company's website viz. www.relstructbuildcon.com
18. In terms of the Listing Regulations, it is mandatory to furnish a copy of PAN card to the Company or its RTA in the following cases viz. transfer of shares, deletion of name, transmission of shares and transposition of shares.
19. All documents referred to in the Notice will be available for inspection at the Company's registered office between 11:00 am and 1:00 pm upto 29 September, 2017 on all days (except Saturdays, Sundays and public holidays).
20. The route map of the venue of the Meeting is given in the Notice. The prominent landmark for the venue is, it is near to "Vaishnavdevi Temple".

By Order of the Board of Directors
For Relstruct Buildcon Limited

Hemendra Mapara
Managing Director
DIN: : 06736527
Place : Mumbai,
Date : 01/09/2017

Explanatory statement under Section 102 of the Companies Act, 2013

Item No. 4

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION.

"RESOLVED THAT pursuant to the provisions of section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment

thereof for the time being in force), Article 119 of Articles of Association of the Company and Regulation 19 (4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, regulations, notifications and circulars of Reserve Bank of India and other applicable laws, Ms. Mansi Suresh Gajjar (DIN: 07615248), who was appointed as an Additional Director of the Company with effect from 14/09/2016 by the Board of Directors pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office only upto the date of the ensuing Annual General Meeting of the Company and in respect of whom the Company has received notice in writing along with a deposit of Rs. 1,00,000 (Rupees One lac only) from a member under Section 160 of the Act proposing the candidature of Ms. Mansi Suresh Gajjar (DIN: 07615248) for the office of Director be and is hereby appointed as a Non Executive Director of the Company, whose period of office will be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Additional Details as required under Regulation 36 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015

Brief Resume of Ms. Mansi Suresh Gajjar

(DIN: 07615248), Indian Citizen, aged 24 yrs (Date of Birth – 04/04/1993)

- (1) Nature of Expertise in specific functional areas - She is the presiding officer of the internal complaints committee and also creates and maintains an atmosphere in which employees can work without fear, harassment & exploitation. She has expertise in HR and Human Resource Development.
- (2) Disclosure of relationships between directors inter-se – not related to any of the directors
- (3) Names of listed entities in which the person also holds the directorship and the membership of Committees of the board:
 - Names of Listed entities (other than the Company) in which the Director holds directorship – Nil
 - Names of Listed entities (other than the Company) in which the Director holds chairmanship in Committees – Nil
 - Names of Listed entities (other than the Company) in which the Director holds membership in Committees – Nil
- (4) Shareholding in the Company – Nil

Item No. 5

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION.

"RESOLVED THAT pursuant to the provisions of section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Article 119 of Articles of Association of the Company and Regulation 19 (4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, regulations, notifications and circulars of Reserve Bank of India and other applicable laws, Mr. Gaurang Hemchandra Chury (DIN: 07689033), who was appointed as an Additional Director of the Company with effect from 24/12/2016 by the Board of Directors pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office only upto the date of the ensuing Annual General Meeting of the Company and in respect of whom the Company has received notice in writing along with a deposit of Rs. 1,00,000 (Rupees One lac only) from a member under Section 160 of the Act proposing the candidature of Mr. Gaurang Hemchandra Chury (DIN: 07689033) for the office of Director be and is hereby appointed as a Non Executive Director of the Company, whose period of office will be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Additional Details as required under Regulation 36 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015

Brief Resume of Mr. Gaurang Hemchandra Chury

(DIN: 07689033), Indian Citizen, aged 24 yrs (Date of Birth – 21/02/1993),

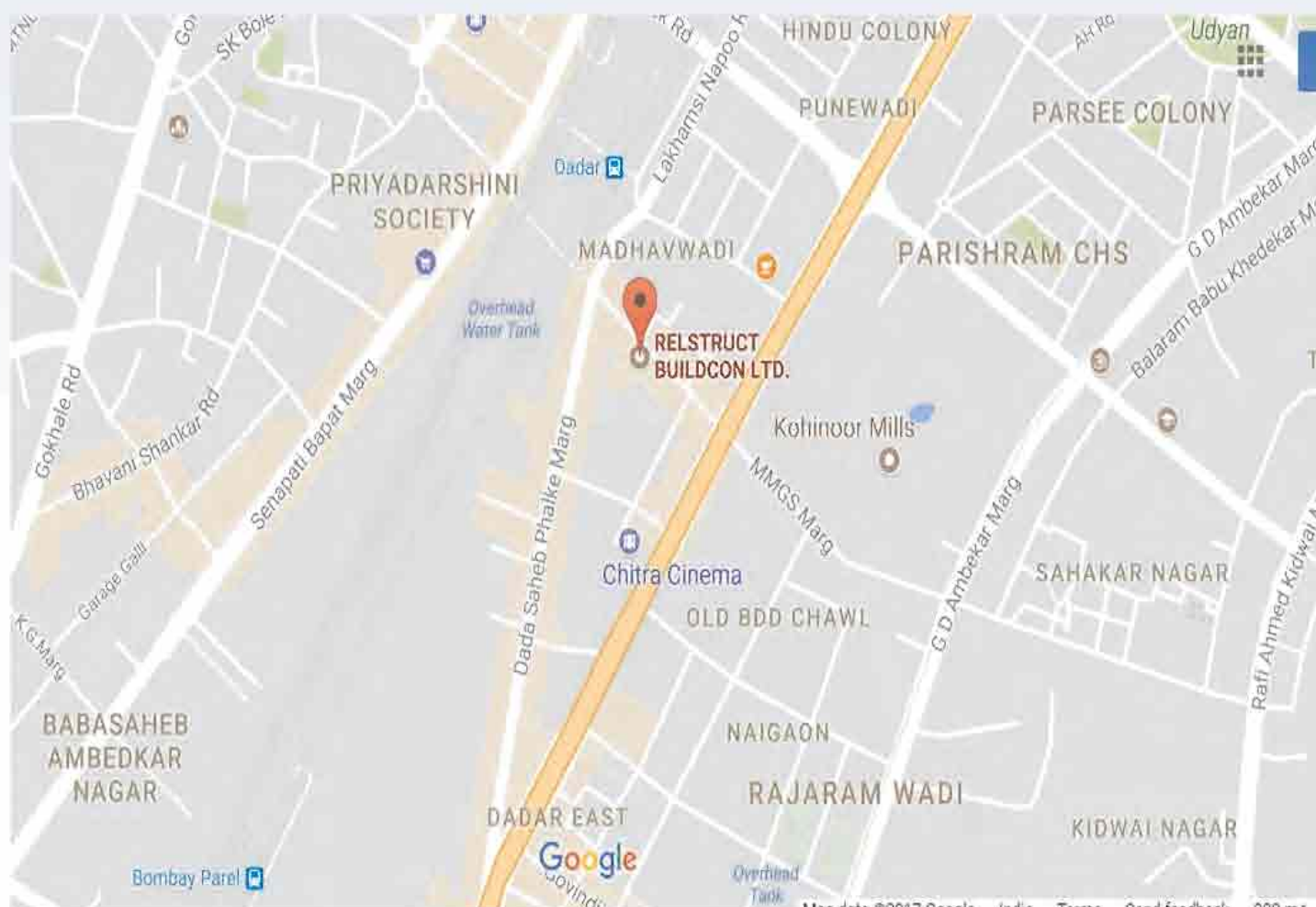
- (1) Nature of Expertise in specific functional areas - He is a member of Nomination & remuneration committee, shareholders/investors grievance committee and he also recommends the committee salary/bonus/incentives of directors. He has experience in Industrial Material supply and quality control.
- (2) Disclosure of relationships between directors inter-se – not related to any of the directors

(3) Names of listed entities in which the person also holds the directorship and the membership of Committees of the board:

- Names of Listed entities (other than the Company) in which the Director holds directorship – Nil
- Names of Listed entities (other than the Company) in which the Director holds chairmanship in Committees – Nil
- Names of Listed entities (other than the Company) in which the Director holds membership in Committees – Nil

(4) Shareholding in the Company – Nil

ROUTE MAP OF THE ANNUAL GENERAL MEETING



DIRECTORS REPORT

TO

THE MEMBERS, RELSTRUCT BUILDCON LIMITED

Your Directors have pleasure in presenting the Third Annual Report of the Company on the business and operations of the Company, together with the Audited Statement of Accounts for the year ended March 31, 2017.

Nature of Business

The Company is engaged in the activities of Real Estate Development and Low cost housing. On the real estate development front, the Company develops residential & commercial and social infrastructure projects.

There was no change in nature of the business of the Company, during the year under review.

Financial Performance

PARTICULARS	YEAR ENDING 31.03.2017	YEAR ENDING 31.03.2016
Revenue from Operation	72,01,916	25,55,316
Profit from operation	21,12,593	6,98,153
Interest	-	-
Depreciation	1,30,888	1,66,848
Profit before tax	19,81,705	5,31,305
Less: Tax provision	4,36,809	3,49,711
Less: Deferred tax	78,604	1,02,949
Profit after tax	14,66,292	78,645
Less: Proposed dividend	7,33,550	-
Less: Tax on proposed dividend	1,53,949	-
Transfer to reserve	-	-
Balance carried to balance sheet	5,78,793	78,645

Standalone financials

During the year under review, the Total Revenue stood at Rs. 72.02Lakh as compared to Rs. 25.55 Lakh for the previous year representing an increase of 182%; profit before tax stood at Rs 19.81 Lakh for the year under review as compared to Rs. 5.31 Lakh for the previous year representing an increase of 273 % and profit after tax stood at Rs. 14.66 Lakh as compared to Rs. 0.78Lakh for the previous year representing an increase of 1779%.

Report on performance and financial position of subsidiaries, associates and joint venture companies

Presently, RBL has no company has become or ceased as subsidiary, associates and joint ventures, during the year under review. Hence consolidated statement not prepared.

Transfer to Reserves

It is not proposed to transfer any amount to reserves out of the profits earned during Fy2016-17.

Dividend

Despite overall industry sluggish in volume and business, due to Demonetization in November, 2016 and Implementation of Good & Service Tax in current year, further increase in cost of developments, there is overall improvement in Real Estate Industry and investment sentiments due to RERA, lower of Home loan interest & Government incentive and taking into consideration the stable performance of your Company and in recognition of the trust in the management by the members of the Company, your Directors has proposed to the members that the dividend Rs. 0.05\ - for Equity Share of Rs. 10 each for the FY2016-17.

Deposits

During the year under review, your Company neither accepted any deposits nor there were any amounts outstanding at the beginning of the year which were classified as 'Deposits' in terms of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014 and hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Companies Act, 2013 is not applicable.

Disclosures under Section 134(3)(l) of the Companies Act, 2013

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position, have occurred between the end of the financial year of the Company and date of this report.

Internal Financial Controls

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate.

During the year under review, no material or serious observation has been received from the Statutory Auditors and the Internal Auditors of the Company on the inefficiency or inadequacy of such controls.

Internal Control Systems

Adequate internal control systems commensurate with the nature of the company's business and size and complexity of its operations are in place and have been operating satisfactorily. Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations and that all assets and resources are acquired economically, used efficiently and adequately protected.

Disclosure of orders passed by regulators or courts or tribunal

No significant and material orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

Particulars of contracts or arrangements with related parties

All the transactions/contracts/arrangements of the nature as specified in Section 188(1) of the Companies Act, 2013 entered by the Company during the year under review with related party(ies) are in the ordinary course of business and on arms' length basis. Hence, Section 188(1) is applicable and consequently particulars in form AOC-2 are furnished. AOC -1 not furnished as not applicable to our company.

Particulars of loans, guarantees, investments under Section 186

The Company has not given /made any loans, guarantees and investments during the financial year under review and governed by the provisions of Section 186 of the Companies Act, 2013.

Disclosure relating to equity shares with differential rights

The Company has not issued any equity shares with differential rights during the year under review and hence no information as per provisions of Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

Disclosure relating to sweat equity shares

The Company has not issued any sweat equity shares during the year under review and hence

no information as per provisions of Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

Disclosure relating to Employee Stock Option Scheme and Employee Stock Purchase Scheme

The Company has not issued any Equity shares under Employee Stock Option Scheme and Employee Stock Purchase Scheme during the year under review and hence no information as per provisions of Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

In compliance with the provisions of Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 and SEBI (Employee Share Based Employee Benefits) Regulations, 2014, Company has not issued any equity shares hence no information is furnished.

Allotment of Equity Shares

During the year under review, the Company has issued and made an allotment on right issue basis to promoters and its group as follows:

Issue of 55,60,000 Equity Shares of Rs. 10/- each fully paid for cash at a price of Rs. 22/- per Equity Share aggregating to Rs. 1223.20 Lakhs on right issues basis.

Issue Equity shares and Offered to the Public & Listing

During the year under review, the Company has issued and made an allotment of equity shares to Public by Initial Public Offer of equity shares. Our company has obtained the necessary listing permission from Bombay Stock Exchange for listing of equity shares on BSE-SME plate form.

Public Issue of 46,71,000 Equity Shares of Rs. 10/- each fully paid for cash at a price of Rs. 50/- per Equity Share aggregating to Rs. 2335.50 Lakhs. The Net Issue will constitute 30.22 % of the post issue paid up capital of the Company. Your company has received good response from public.

The allotment of equity share was carried and approved by Stock Exchange on 30/3/2017 and listing of equity on BSE SME on 3/4/2017.

All the new Equity shares so allotted rank pari-passu in all respect with the existing Equity shares.

Use of Proceeds:

The fund raised during the IPO will help your company to strengthen long term working capital

and fund requirement for ongoing real estate development and construction of Green park Township project at Boisar and Stanza Residential Project at Chembur, Mumbai. At the end of the last day of Financial Year of 2016-17, these funds were lying in Escrow Account.

Listing of Shares

The equity shares of Company are listed on the SME Plate form of BSE Limited, 25th Floor, P.J. Towers, Dalal Street, Mumbai – 400 001 on 31st March, 2017.

Dematerialization of Shares

During the period under review, the Company has entered into Tripartite Agreement with the depositories, National Securities Depository Limited and with Central Depository Service (India) Limited for providing demat facility to its Shareholders. For the purpose, the company has appointed Karvy Computer Services Private Limited.

Disclosures in respect of voting rights not directly exercised by employees

There are no shares held by trustees for the benefit of employees and hence no disclosure under Rule 16(4) of the Companies (Share Capital and Debentures) Rules, 2014 has been furnished.

Matters Related to Directors and Key Managerial Personnel

Board of Directors and Key Managerial Personnel

There was change in the composition of Board of Directors and the Key Managerial Personnel during the year under review. Following have been the changes in the Key Managerial Personnel during the last year:

Name	Designation	Date of Appointment	Date of Cessation	Remarks
Mr. Hemendra H. Mapara	Managing Director	18/07/2016	-	Change in Designation
Mr. Chetan H. Mapara	Chief Financial Officer & Director	18/07/2016	-	Fresh Appointment
Mr. Veenit Mapara	Chief Executive Officer & Director	18/07/2016	-	Fresh Appointment
Mr. Hemal Shah	Independent Director	18/07/2016		Fresh Appointment
Ms. Manshi Gajjar	Independent Director	14/09/2016		Fresh Appointment
Mr. Gaurang Chury	Independent Director	24/12/2016		Fresh Appointment
Mr. Kamlesh Vyas	Compliance officer & Company Secretary	18/07/2016	-	Fresh Appointment
Mrs. Darshana H. Mapara	Whole-Time Director	18-07-2016	14-9-2016	Resigned due to personal reasons

Declarations by Independent Directors

Pursuant to the provisions of sub-section (7) of Section 149 of the Companies Act, 2013, the Company has received individual declarations from all the Independent Directors confirming that they fulfill the criteria of independence as specified in Section 149(6) of the Companies Act, 2013.

Disclosures Related to Board, Committees and Policies

Board Meetings

The Board of Directors met 12 during the financial year ended March 31, 2017 in accordance with the provisions of the Companies Act, 2013 and rules made there under. All the Directors actively participated in the meetings and provided their valuable inputs on the matters brought before the Board of Directors from time to time. Additionally, during the financial year ended March 31, 2017 the Independent Directors held a separate meeting in compliance with the requirements of Schedule IV of the Companies Act, 2013 and the provisions of (erstwhile) Listing Agreement and SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.

Director's Responsibility Statement

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended March 31, 2017, the Board of Directors hereby confirms that:

- A. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, wherever applicable;
- B. such accounting policies have been selected and applied consistently and the Directors 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 as at March 31, 2017 and of the profits of the Company for the year ended on that date;
- C. proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- D. the annual accounts of the Company have been prepared on a going concern basis;
- E. internal financial controls have been laid down to be followed by the Company and that such

internal financial controls are adequate and were operating effectively;

F. proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Nomination and Remuneration Committee

A Nomination and Remuneration Committee is in existence in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013.

Kindly refer section on Corporate Governance, under head 'Nomination, Remuneration, Compensation and Management Development Committee' for matters relating to constitution, meetings, functions of the Committee and the remuneration policy formulated by this Committee.

Audit Committee

An Audit Committee is in existence in accordance with the provisions of Section 177 of the Companies Act, 2013. Kindly refer section on Corporate Governance, under head 'Audit Committee' for matters relating to constitution, meetings and functions of the Committee.

Corporate Social Responsibility Committee

As per the provisions of Section 135 of the Companies Act, 2013, a Corporate Social Responsibility (CSR) Committee constituted by the Board of Directors exists.

For details of the composition of the Committee, the CSR policy and other relevant details that are required to be disclosed under the provisions of Section 134(3)(o) of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, kindly refer Annexure D thereto, which forms part of this report.

Other Board Committees

For details of other board committees, kindly refer the section on Corporate Governance.

Vigil Mechanism for the Directors and Employees

In compliance with the provisions of Section 177(9) of the Companies Act, 2013, The Company has established a Vigil Mechanism for directors and employees to report genuine concerns. The vigil mechanism provide for adequate safeguards against victimization of person who use Vigil Mechanism and also provide for direct access to the Chairman of the Audit Committee. The details of Vigil Mechanism are displayed on the website of the Company.

Fraud Reporting

During the year under review, no instances of fraud were reported by the Statutory Auditors of the Company.

Risk Management Policy

The Board of Directors of the Company has in place a Risk Management Policy which aims at enhancing shareholders' value and providing an optimum risk-reward tradeoff. The risk management approach is based on a clear understanding of the variety of risks that the organization faces, disciplined risk monitoring and measurement and continuous risk assessment and mitigation measures.

Annual Evaluation of Directors, Committee and Board

The Nomination and Remuneration Committee of the Board has formulated a Performance Evaluation Framework, under which the Committee has identified criteria upon which every Director shall be evaluated. Similarly, the framework provides the manner in which the Directors as a collective unit in the form of Board Committees and the Board function and perform.

Particulars of Employees and Remuneration

The information as required under the provisions of Section 197(12) of the Companies Act, 2013 and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are set out in Annexure B hereto which forms part of this report.

Payment of remuneration / commission to Managerial personnel from holding or subsidiary companies:

None of the managerial personnel i.e. Managing Director and Whole Time Director of the Company is in receipt of remuneration/commission from the holding or subsidiary company of the Company.

Auditors and their Reports

The matters related to Auditors and their Reports are as under:

Observations of statutory auditors on accounts for the year ended March 31, 2017:

The auditor's report does not contain any qualification, reservation or adverse remark or disclaimer.

Secretarial Audit report for the year ended March 31, 2017:

As required under provisions of Section 204 of the Companies Act, 2013, the report in respect of the Secretarial Audit carried out by M/s. Dhirendra Maurya and Associates Company Secretaries in Form MR-3 for the FY2016-17 forms part to this report. The said report does not contain any adverse observation or qualification requiring explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

Statutory Auditors appointment:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. M/S. R.M. AJGAONKAR & ASSOCIATES, Chartered Accountants, the Statutory Auditors of the Company, hold office upto the conclusion of the next Annual General Meeting. However, their appointment as Statutory Auditors of the Company is subject to ratification by the Members at every Annual General Meeting. The Company has received a certificate from the said Auditors that they are eligible to hold office as the Auditors of the Company and are not disqualified for being so appointed.

Necessary resolution for ratification of appointment of the said Auditors is included in the Notice of Annual General Meeting for seeking approval of members.

COST AUDIT REPORT:

As per provision of section 148(3) of Companies Act, 2013 and rule 6(2) of Companies (Cost records and audit) Rules, 2014, the company is not required to appoint a cost auditor to audit the cost records of the company.

Other Disclosures

Other disclosures as per provisions of Section 134 of the Act read with Companies (Accounts) Rules, 2014 are furnished as under:

Extract of Annual Return:

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, Extract of the Annual Return for the financial year ended March 31, 2017 made under the provisions of Section 92(3) of the Act is attached as Annexure B which forms part of this Report.

Conservation of energy, technology absorption and foreign exchange earnings and outgo:

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities

undertaken by the Company during the year under review.

Unclaimed Shares

There is no unclaimed Equity Shares are pending for credit to the demat accounts of the respective allottees, which shares stands need to transfer to the unclaimed shares demat suspense account in accordance with the requirements of (erstwhile) Listing Agreement and SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.

Unclaimed and Unpaid Dividends

There is no unclaimed or unpaid dividend of any members who have not yet received/ claimed their dividend entitlements and no request pending at the Company or the Registrar and Transfer Agents of the Company.

Service of documents through electronic means

All documents, including the Notice and Annual Report shall be sent through electronic transmission in respect of members whose email IDs are registered in their demat account or are otherwise provided by the members. A member shall be entitled to request for physical copy of any such documents.

Internal Complaint Committee

The Internal Complaint Committee ('ICC') of the Company as required under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 was reconstituted during the year under review with Ms. ManshiGajjar, Presiding Officer and Mr. Alpesh Shah, Mr. PareshKachhy and Ms. DeepaliPasalkaras the employee members. The Company is strongly opposed to sexual harassment and employees are made aware about the consequences of such acts and about the constitution of ICC.

During the year under review, no complaints were filed with the Committee under the provisions of the said Act.

Corporate Governance

The report on Corporate Governance and the certificate from the Statutory Auditors regarding compliance with the conditions of Corporate Governance have been furnished in the Annual Report and form a part of the Annual Report.

Management Discussion and Analysis Report

The Management Discussion and Analysis report has been separately furnished as Annexure A in

the Annual Report and forms a part of the Annual Report.

Acknowledgements and Appreciation:

Your Directors take this opportunity to thank the employees, customers, suppliers, bankers, business partners/associates, financial institutions and various regulatory authorities for their consistent support/ encouragement to the Company.

Your Directors would also like to thank the Members for reposing their confidence and faith in the Company and its Management.

For and on behalf of the Board

HemendraMapara

Managing Director DIN: : 06736527

Place : Mumbai, Date : 11/08/2017

Registered Office	
CIN	U70200MH2014PLC254148
Address	B/201-202, 2nd Floor, Sunshine Plaza Subhash Lane, Malad (E), Mumbai-400097
Tel No.	+91 22 28896386/28809617
Email Id	contact@relstructbuildcon.com
Website	www.relstructbuildcon.com



ANNEXURE TO THE DIRECTORS' REPORT ANNEXURE – 'A'

MANAGEMENT DISCUSSION AND ANALYSIS REPORT INDUSTRY STRUCTURE AND DEVELOPMENT:

Industry review In India, real estate is the second largest employer after agriculture and is slated to grow at 30 per cent over the next decade. The 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. India's real estate market is expected to reach US\$ 180 billion by 2020 from US\$ 93.8 billion in 2014. The housing sector alone contributes 5-6 per cent to the country's Gross Domestic Product (GDP). Emergence of nuclear families, rapid urbanisation and rising household income are likely to remain the key drivers for growth in all spheres of real estate, including residential, commercial and retail.

Real estate is currently the fourth-largest sector in the country in terms of Foreign Direct Investment (FDI) inflows. The Government of India has been supportive to the real estate sector.

Below are some of the other major Government Initiatives:

- The Government has raised FDI limits for townships and settlement development projects to 100 per cent.
- 100% FDI is also permitted in real estate projects within the Special Economic Zone (SEZ).
- In Union Budget 2015-16, the government allocated US\$ 3.72 billion for housing and urban development.
- Further, Finance Bill 2016 has exempted REITs from Dividend Distribution Tax (DDT).
- The Ministry of Housing and Urban Poverty Alleviation (HUPA) has commissioned a study by Indian Institute of Technology, Kanpur on testing of new construction technologies, with the objective of promoting newhousing technologies in the country.
- In August 2015, the Union Cabinet approved 100 Smart City Projects in India. India's Hon'ble Prime Minister MrNarendraModi approved the launch of Housing for All by 2022. Under the Sardar Patel Urban Housing Mission, 30 million houses will be built in India by 2022, mostly for the economically weaker sections and low-income groups, through public-private-partnership (PPP) and interest subsidy.
- The Securities and Exchange Board of India (SEBI) has notified final regulations that will govern real estate investment trusts (REITs).
- Both LokSabha and RajyaSabha have passed The Real Estate (Regulation and Development) Act 2016, the Bill which seeks to protect the interest of the home buyers by enhancing transparency.



Government Policy and Incentives to Home Buyers– Highlights

- Pradhan Mantri Awas Yojana (PMAY) Scheme for first time Home buyer government benefits upto Rs. 2.67 lacs
- Promote Home Loan and reduce Interest rates.
- Allow Builders to pass on benefits under GST and to reduce burden on buyers
- 100 % tax benefits on profits - With a view to incentivise affordable housing sector as a part of larger objective of 'Housing for All', it has amended the Income-tax Act so as to provide for hundred per cent deduction of the profits of an assessee developing and building affordable housing projects if the housing project is approved by the competent authority before the 31st March, 2019 subject to certain conditions.

Mumbai Real Estate

Mumbai real estate market has shown signs of improvement and increase in off-take of inventory. Further, customers have shown a clear preference to the developers with good track record of timely delivery, quality product and with sound financial stability. Good developers have seen regular demand throughout FY2016-17.

Opportunities and challenges Opportunities

As India awaits policy reforms to pick up speed, your Company firmly believes that the demand for Real Estate in a country like India should remain strong in the medium to long term.

Your Company's well accepted brand, contemporary architecture, well designed projects in strategic locations, strong balance sheet and stable financial performance even in testing times make it a preferred choice for customers and shareholders. Your company is ideally placed to further strengthen its development potential by acquiring new land parcels.

Challenges

While the management of your Company is confident of creating and exploiting the opportunities, it also finds the following challenges:

- Unanticipated delays in project approvals and litigation from land owners and Rehab tenants
- Availability of accomplished and skilled & trained labour force
- Increased cost of manpower and sourcing
- Rising cost of construction due to inflation, taxes and logistic charges
- Growth in auxiliary infrastructure facilities
- Over regulated environment – RERA and GST

Company strengths

Your Company continues to capitalize on the market opportunities by leveraging its key strengths. These include:

1. Brand Reputation: Enjoys higher recall and influences the buying decision of the customer. Strong customer connects further results in quicker conversions and higher realizations.



2. Execution: Possesses a successful track record of quality execution of projects with contemporary architecture.
3. Strong cash flows: Has built a business model that ensures continuous cash flows from its investment and development properties ensuring a steady cash flow even during the adverse business cycles.
4. Significant leveraging opportunity: Follows conservative debt practice coupled with enough cash balance which provides a significant leveraging opportunity for further expansions.
5. Outsourcing: Operates an outsourcing model of appointing globally renowned architects / contractors that allows scalability and emphasizes contemporary
6. Cordial relations with our customers and contractors - Our Management policy is to build strong relationships with customers, past satisfy customers of group firm and contractors. With this policy, allows us to repetitive order with our customers as well as efficient and timely execution of projects.

FORWARD-LOOKING STATEMENT:

The report contains forward-looking statements, identified by words like ‘plans’, ‘expects’, ‘will’, ‘anticipates’, ‘believes’, ‘intends’, ‘projects’, ‘estimates’ and so on. All statements that address expectations or projections about the future, but not limited to the Company’s strategy for growth, product development, market position, expenditures and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realised. The Company’s actual results, performance or achievements could thus differ from those projected in any forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events. The Company disclaims any obligation to update these forward-looking statements, except as may be required by law.

OPPORTUNITIES, THREATS, RISKS AND CONCERN:

OUR BUSINESS STRATEGIES/ FUTURE PLANS

Focus on Township residential complexes including Affordable Housing Projects

As compared to other players in the Industry, we don’t believe in launching multiple projects at one time. We focus on construction of quality projects one at a time. We believe in constructing Township / Affordable Housing Projects in order to derive multiple benefits. Further, construction of large scale residential complexes, allow us to benefit from economies of scale and is one of the contributing factors to the greater credibility that we enjoy with sellers of land as well as buyers of properties. Thus, we are able to ride the wave of a particular project. We believe that the expansion project of “Green Park” will enable us to achieve premium prices for the remaining phases that are under construction, thereby improving our margins going forward. Our management has plans to provide facility of club house and recreation facility to resident of Boisar project. This may consider as additional benefits.

Our project Stanza, Chembur, Mumbai shall have approximately 77,376.15 sq. mtrs.salable area comprises of 8 towers of 16 floors. Residential complex having 8 buildings with ultra modern facility,



club house, recreation facility and garden shall provide value addition to flat owners and improve their standard of living.

Develop the Management & Execution Team

Continue to build-up a professional organization we believe in transparency, flow of information, and commitment to the work among our work force and with our valuable customers, suppliers, investors, government authorities, banks, financial institutions etc. We have employed experienced persons for taking care of our ongoing projects. For taking care of accounts and finance related matters we have employed finance professionals. We also consult with outside agencies on a case to case basis on technical and financial aspects of our business. Hence, the philosophy of professionalism is foundation stone of our business strategy and we wish to make it more sound and strong in times to come.

Regular Investment in Infra and Real Estate

Capture the high growth opportunities in the Indian real estate sector. We believe that the increasing levels of investment in infrastructure by Governments and private industries will be major factor for growth in our business in the foreseeable future. We intend to take advantage of the growing opportunities in infrastructure development by strengthening our expertise in development of land and property, construction business and identifying new prospects for growth.

Quality Project and Timely Execution

To focus on Quality Projects and on timely project schedule delivery. Our one of the significant business strategy is to undertake quality projects and timely project execution thereby maximizing customer satisfaction.

Expand the Business in new location

We believe that it is important to identify additional land and development rights in strategic locations at a competitive cost; we currently intend to focus on developing our Forthcoming Projects in a timely and efficient manner. We intend to continue to focus on performance and project execution in order to maximize client satisfaction. We will continue to leverage advanced technologies, designs and project management tools to increase productivity and maximize asset utilization in capital-intensive construction activities.

Widen the type of project

We are currently focused on the development of residential, commercial, office use, retail and mixed use projects including government projects i.e MHADA, SRA projects. We also undertake infrastructure projects. Apart from that we also indulge in trading of real estate units. We intend to maintain a spread of the different types of projects we are involved in as this provides us with a strategy for growth as well as mitigating the risk of focusing on only a certain types of projects and ensures stability of our revenue stream.

Development of projects through joint development Model

We utilize an outsourcing model that allows scalability and emphasizes quality construction. Our Management is well assisted by experienced project managers who oversees the functions of



contractors. We also have strong and long-standing relationships with various contractors. The joint venture model enables us to focus on the core area of operations.

OUR GROWTH STRATEGY

We intend to pursue the following strategies in order to consolidate our position and grow further:

Focus on Performance and Project Execution

We believe that it is important to identify additional land and development rights in strategic locations at a competitive cost, we currently intend to focus on developing our Forthcoming Projects in a timely and efficient manner. We intend to continue to focus on performance and project execution in order to maximize client satisfaction. We will continue to leverage advanced technologies, designs and project management tools to increase productivity and maximize asset utilization in capital-intensive construction activities.

Continue our Focus on a Diversified Business Model

We are currently focused on the development of residential, commercial, office use, retail and mixed use projects. We also undertake infrastructure projects. Apart from that we also indulge in trading of real estate units. We intend to maintain a spread of the different types of projects we are involved in as this provides us with a strategy for growth as well as mitigating the risk of focusing on only a certain types of projects and ensures stability of our revenue stream.

Penetration in to Mumbai Metropolitan Region

The real estate industry in India is predominantly regional due to difficulties with respect to large scale land acquisition in unfamiliar locations, inadequate infrastructure to market projects in new locations, the complex legal framework and the large number of approvals which must be obtained from different authorities at various stages of construction under local laws, and the long gestation period of projects. We also believe that due to our base at Mumbai and experience of our management about markets in and around Mumbai, we will be able to penetrate our operations in and around Mumbai.

Opportunities& Threats

- Continuous private sector housing boom will create more construction opportunities
- Public sector projects through Public Private Partnerships will bring further opportunities
- Developing supply chain through involvement in large projects is likely to enhance the chances in
 - construction
- State governments and bodies like the Confederation of Real Estate Developers' Associations of India
- (CREDAI) are hoping to crack down on unlawful and potentially dangerous construction practices with new requirements and increased transparency

Threats

- Industry is prone to changes in government policies
- No entry barriers in our industry which puts us to the threat of competition from new entrants



- Fluctuations in the material prices
- Long term market instability and uncertainty

OUTLOOK:

For FY 2017-18, our company will primarily focus on key areas for business development:

- Affordable Housing and Low cost Home at Green park, Boisar. Construction of Phase 2 for housing project.
- Housing project for residential and commercial at Billimora, Gujarat
- Housing project in Chembur, Mumbai at Stanza.

The Affordable housing project will continue to be a dominant part of overall revenues for FY2018, however, company expects to see a significant breakthrough in FY 2019 as a result of phase 2 of Green park project.

SEGMENT-WISE AND PRODUCT-WISE PERFORMANCE:

The Company is engaged primarily operating in single segment i.e Real Estate and Construction Business.

HIGHLIGHTS AND KEY EVENTS:

The year FY2016-2017, remarkably went very well for our company. Your company went through series of developments and took several new initiatives for ongoing projects and plans for hyper growth in coming years.

Green Park Project

Our ongoing project named “Green Park” is a Town Ship-Residential & Commercial Project is being developed over land parcels situated at Boisar, Plot No. 3, 4 and 8, Survey number 21/1 & 21/2 at Village Kurgaon, Taluka Palghar, Maharashtra. Our company has purchased the free hold Non-Agricultural land having Plot numbers 3, 4 and 8 comprising of 14,604.50 sqmtrs. in total. Within these three plots, Our Company had laid out a plan for constructing and developing a) 9 buildings having 330 flats and 36 commercial shops; and b) Recreation and Cultural Area.

Further, the project includes construction and operation of various other value added services around the complex such as Club House and Amenities - Gas-Supply Services, etc. The project shall cover the installation of Solar Panel on the roof of each building for common supply electricity including the supply of internal lights. Our Company also, plans to install a Water Recycling Plant for recycling the used water before its drainage and rain water harvesting for common use.

Stanza Project

Our project named “Stanza” is a SRA Redevelopment project is being developed over land parcel situated at Chembur, on plot number 12, 14, 34 to 42, 48, 82, 83 and 779, Village Borla, Chembur, Mumbai, Maharashtra. Our company has entered the Development Agreement with the Existing members residing there. The process is initiated for plan approval and formalities for Development and Construction of Residential Project. The land area under development is approx 14,544.39 sq. mtrs. and Construction area is approx 77,376.15 sq. mtrs. after necessary permission. The proposed



plan is to construct 8 building of 16 floors each. Management has planned to implement the project in Phase manner. Phase 1 of Stanza consist of Building 1 of Ground+16 floors of Saleable having 64 flats and building of Rehab. Approx Area of construction is 10832.64 sq. mtrs.

Maiden Public Issue:

As all of you are aware, that your company went in for a Public Issue during March 2017 and got successfully listed on BSE SME Plate form. This was a proud moment & special milestone for the entire team and all the stake holders. This initiative and success will help us further enhance our goodwill, credibility and strengthen our acceptance amongst all the major partners of RBL's growth Journey. The trade community, clients, employees and bankers will perceive RBL as a major serious player in Real Estate sector.

The funds raised during the Public Issue will help your company to improve for ongoing real estate project, the turnover and profitability in coming years. The board is extremely thankful to all the employees, investors, customers, and all other stake holders including suppliers, customers, governments, bankers and various departments. We believe this listing status should also help us abstracting more talent by offering ESOPs and adding organized players as a business partners. Overall trust factor and dependability perception by all stake holders in RBL has increased to new heights helping RBL lay a solid foundation for a very successful Journey ahead.

INTERNAL CONTROL SYSTEM AND ADEQUECY:

The Company has adequate Internal control systems commensurate with its size and operations to ensure orderly and efficient conduct of business while safeguarding the assets, quality, safety, procurements, finance and accounts and reducing and detecting error.

FINANCIAL PERFORMANCE AND REVIEW:

The year Fy2016-2017 was more of a consolidation and base building year for your company. The shift of focus more on to long-term growth drivers and development of Affordable and low cost housing. Your company is focusing on scaling down margin and low ticket size real estate project to put more resources & energy into larger opportunities in township and SRA projects.

This has resulted in a more moderate and stable financial performance. The Demonetization had major negative impact on the second half of the financial year 2017, impacting revenues & profitability.

During the year under review, the Total Revenue stood at Rs. 72.02 Lakh as compared to Rs. 25.55 Lakh for the previous year representing an increase of 182 %; profit before tax stood at Rs 19.81 Lakh for the year under review as compared to Rs. 5.31 Lakh for the previous year representing an increase of 273 % and profit after tax stood at Rs. 14.66 Lakh as compared to Rs. 0.78 Lakh for the previous year representing an increase of 1779 %.

HUMAN RESOURCE:

Smooth Industrial Relations and effective Human Resource Management are the key factors contributing towards success in the industry. As our company is part of the Real Estate industry the importance of efficient and motivated human resources helps in achieving complete customer satisfaction. The employee strength of the Company, as on 31st March, 2017 was 12.



CAUTIONARY NOTE:

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations and others may constitute "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results may differ from those expressed or implied. Several factors that could significantly impact the Company's operations include economic conditions affecting demand, supply and price conditions in the domestic and overseas markets, changes in the Government regulations, tax laws and other statutes, climatic conditions and such incidental factors over which the Company does not have any direct control.

ANNEXURE TO THE DIRECTORS' REPORT ANNEXURE –'B'



Form No. AOC-2

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 arms length transactions under third proviso thereto (Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. Details of contracts or arrangements or transactions not at arm's length basis:

The company has not entered into any contract or arrangement or transaction with its related party which is not at arm's length during the financial year 2016-17

2. Details of material contracts or arrangement or transactions at arm's length basis:

Name(s) of the related party	Nature of Relationship	Nature of contracts arrangements transactions	Duration of the contracts arrangements transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
Mr. Chetan Mapara	Director	Refer note 23	On Going	Lease Deposit given	Board Resolution Passed	
		Refer note 23	On Going	rent paid	Board Resolution Passed	
Mrs. Darshana Mapara	Director	Refer note 23	On Going	Lease Deposit given	Board Resolution Passed	
		Refer note 23	On Going	rent paid	Board Resolution Passed	
Mr. Hemendra Mapara	Director	Refer note 23	On Going	Lease Deposit given	Board Resolution Passed	
		Refer note 23	On Going	rent paid	Board Resolution Passed	
Mr. Veenit Mapara	Director	Refer note 23	One Time	Investment Made	Board Resolution Passed	
Reliance Realtors Builders & Developers	Director's are Partner in the Firm	Refer note 23	On Going	Labour Charges	Board Resolution Passed	
Reliance Enterprises	Director's are Partner in the Firm	Refer note 23	On Going	Labour Charges	Board Resolution Passed	
Arihant Associates	Director's are Partner in the Firm	Refer note 23	On Going	loan outstanding	Board Resolution Passed	
Darshil Enterprise	Director Relative	Refer note 23	On Going	Consultancy	Board Resolution Passed	
Adinath Enterprise	Director's are Partner in the Firm	Refer note 23	On Going	Consultancy	Board Resolution Passed	
Reliance Realtors	Director's are Partner in the Firm	Refer note 23	On Going	Consultancy	Board Resolution Passed	
Relstruct Infra Ltd	Same Director's	Refer note 23	Closed	Advance	Board Resolution Passed	40,000
Relstruct Realtors Pvt Ltd	Same Director's	Refer note 23	Closed	Advance	Board Resolution Passed	40,000

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2017
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

i	CIN	U70200MH2014PLC254148
ii	Registration Date	12/03/2014
iii	Name of the Company	Relstruct Buildcon Limited
iv	Category/Sub-category of the Company	Company limited by shares / Indian Non-Government Company
v	Address of the Registered office & contact details	Flat No. 201-2, 2nd Floor, Sunshine Plaza, Subhash Lane, Malad East, Mumbai - 400097,
vi	Whether listed company	
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Karvy Computershare Private Limited Add: Karvy Selenium Tower B, Plot 31-32, Financial District, Hyderabad - 500032

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

SL No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Building & Construction	4100	100%
	REAL ESTATE DEVELOPMENT		

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

SL No.	Name & Address of the Company& Description of	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Relstruct Infra Limited	U70102MH2014PLC254122	Associate	9.29	2(6)
2	Relstruct Realtors Pvt. Ltd.	U70102MH2013PTC248209	Associate	2.59	2(6)
3	Relstruct Dream Homes Pvt. Ltd.	U70101MH2014PTC253887	Associate	Nil	2(6)
4	Relstruct Real Estate Pvt. Ltd.	U70200MH2013PTC248203	Associate	Nil	2(6)
5	Relstruct Builders Pvt. Ltd.	U70100MH2013PTC246678	Associate	Nil	2(6)
6	Relstruct Homes Pvt. Ltd.	U70109MH2013PTC246598	Associate	Nil	2(6)

IV) SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

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	
A. Promoters									
(1) Indian									-
a) Individual/HUF	0	42,15,000	42,15,000	94.93	82,57,000	-	82,57,000	56.28	(38.65)
b) Central Govt.or State Govt.	0	-	-	-	-	-	-	-	-
c) Bodies Corporates	0	-	-	-	17,43,000	-	17,43,000	11.88	11.88
d) Bank/FI	0	-	-	-	-	-	-	-	-
e) Any other	0	-	-	-	-	-	-	-	-
						-	-	-	
SUB TOTAL:(A) (1)	0	42,15,000	42,15,000	94.93	100,00,000		100,00,000	68.16	(26.77)
(2) Foreign						-			
a) NRI- Individuals	0	-	-	-	-	-	-	-	-
b) Other Individuals	0	-	-	-	-	-	-	-	-
c) Bodies Corp.	0	-	-	-	-	-	-	-	-
d) Banks/FI	0	-	-	-	-	-	-	-	-
e) Any other...	0	-	-	-	-	-	-	-	-
						-			
SUB TOTAL (A) (2)	0	-	-	-	-		-	-	-
						-			
Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	0	42,15,000	42,15,000	94.93	100,00,000		100,00,000	68.16	(26.77)
B. PUBLIC SHAREHOLDING									
(1) Institutions						-			
a) Mutual Funds	0					-			

b) Banks/FI	0			-	-	-	-	-	-
C) Cenntal govt	0			-	-	-	-	-	-
d) State Govt.	0			-	-	-	-	-	-
e) Venture Capital Fund	0			-	-	-	-	-	-
f) Insurance Companies	0			-	-	-	-	-	-
g) FIIS	0			-	-	-	-	-	-
h) Foreign Venture Capital Funds	0			-	-	-	-	-	-
i) Others (specify)	0			-	-	-	-	-	-
SUB TOTAL (B)(1):	0		-	-	-	-	-	-	-
(2) Non Institutions						-			
a) Bodies corporates						-			
i) Indian	0	-	-	-	2,37,000	-	2,37,000	1.62	1.62
ii) Overseas	0	-	-	-	-	-	-	-	-
b) Individuals	0	-	-	-	-	-	-	-	-
l) Individual shareholders holding nominal share capital upto Rs. 2 lakhs	0	2,25,000	2,25,000	5.07	26,37,000	-	26,37,000	17.97	12.91
ii) Individuals shareholders holding nominal share capital in excess of Rs. 2 lakhs	0	-	-	-	17,97,000	-	17,97,000	12.25	12.25
c) Others - NRI	0			-	-	-	-	-	-
SUB TOTAL (B)(2):	0	2,25,000	2,25,000	5.07	46,71,000	-	46,71,000	31.84	26.77
Total Public Shareholding (B)= (B)(1)+(B)(2)		2,25,000	2,25,000	5.07	46,71,000	-	46,71,000	31.84	26.77
C. Shares held by Custodian for GDRs & ADRs	0			-	-	-	-	-	-
Grand Total (A+B+C)		44,40,000	44,40,000	100.00	146,71,000		146,71,000	100.00	(0.00)

II) SHARE HOLDING OF PROMOTERS & ITS GROUP

SL No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	HEMENDRA MAPARA	1238500	27.89	Nil	2490500	16.98	Nil	-10.92
2	CHETAN MAPARA	1283500	28.91	Nil	2423500	16.52	Nil	-12.39
3	DARSHNA MAPARA	1213000	27.32	Nil	2638000	17.98	Nil	-9.34
4	VEENIT MAPARA	480000	10.81	Nil	595000	4.06	Nil	-6.76
5	NIKITA MAPARA	0	0.00	Nil	110000	0.75	Nil	0.75
6	RELSTRUCT REALTORS PVT. LTD.	0	0.00	Nil	379500	2.59	Nil	2.59
7	RELSTRUCT INFRA LIMITED	0	0.00	Nil	1363500	9.29	Nil	9.29
	Total	4215000	94.93		10000000			-26.77

(iii) CHANGE IN PROMOTERS' SHAREHOLDING:

SL No.	HEMENDRA MAPARA	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1					
	At the beginning of the year	12,38,500.00	27.89		
	FRESH ISSUE OF SHARES				
	26/04/2016	12,52,000.00		24,90,500.00	16.98

SL No.	CHETAN MAPARA	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
2					
	At the beginning of the year	12,83,500.00	28.91		
	FRESH ISSUE OF SHARES				
	26/04/2016	11,40,000.00		24,23,500.00	16.52

SL No.	DARSHNA MAPARA	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
3					
	At the beginning of the year	12,13,000.00	27.32		
	FRESH ISSUE OF SHARES				
	26/04/2016	14,25,000.00		26,38,000.00	17.98

SL No.	VEENIT MAPARA	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
4					
	At the beginning of the year	4,80,000.00	10.81		
	TRANSFER	1,15,000.00			
				5,95,000.00	4.06

SL No.	NIKITA MAPARA	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
5					
	At the beginning of the year	-	-		
	TRANSFER	1,10,000.00			
				1,10,000.00	0.75

SL No.	RELSTRUCT REALTORS PVT. LTD.	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
6					
	At the beginning of the year	-	-		
	FRESH ISSUE OF SHARES	3,79,500.00	-		
	26/04/2016			3,79,500.00	2.59



RELSTRUCT BULIDCON LIMITED								
SHAREHOLDING PATTERN OF TOP 10 SHAREHOLDERS BETWEEN 30/03/2017 AND 31/03/2017								
Slno	Folio/Dpid-Clientid	Category	Type	Name of the Share Holder	Shareholding at the beginning of		Cumulative Shareholding during	
					No of Shares	% of total shares of the company	No of Shares	% of total shares of the company
1	AFZPK5288C	PUB	Opening Balance - 31/03/2017	SONAL RAJESH KHANDWALA	1233000	8.40	1233000	8.40
	31/03/2017		Closing Balance - 31/03/2017				1233000	8.40
2	AAACN1184F	LTD	Opening Balance - 31/03/2017	MONARCH NETWORK CAPITAL LIMITED	237000	1.62	237000	1.62
	31/03/2017		Closing Balance - 31/03/2017				237000	1.62
3	AAGPK2472A	PUB	Opening Balance - 31/03/2017	RASHMI MUKESH KOTHARI	165000	1.12	165000	1.12
	31/03/2017		Closing Balance - 31/03/2017				165000	1.12
4	AHGPS8752A	PUB	Opening Balance - 31/03/2017	BHAVESH NATAVARLAL SHETH	159000	1.08	159000	1.08
	31/03/2017		Closing Balance - 31/03/2017				159000	1.08
5	AADHR4993Q	HUF	Opening Balance - 31/03/2017	MANOJ CHHAGANLAL RATHOD - HUF	54000	0.37	54000	0.37
	31/03/2017		Closing Balance - 31/03/2017				54000	0.37
6	AACPB9368G	PUB	Opening Balance - 31/03/2017	SAILESH GIRDHARLAL BAGADIA	51000	0.35	51000	0.35
	31/03/2017		Closing Balance - 31/03/2017				51000	0.35
7	ACQPD5636D	PUB	Opening Balance - 31/03/2017	ISHWARI DEVANG DOCTOR	51000	0.35	51000	0.35
	31/03/2017		Closing Balance - 31/03/2017				51000	0.35
8	ADAPV6219R	PUB	Opening Balance - 31/03/2017	URVISH VORA	27000	0.18	27000	0.18
	31/03/2017		Closing Balance - 31/03/2017				27000	0.18
9	ABOPV2536P	PUB	Opening Balance - 31/03/2017	HEENA VIPUL VORA	27000	0.18	27000	0.18
	31/03/2017		Closing Balance - 31/03/2017				27000	0.18
10	AHVPM3349N	PUB	Opening Balance - 31/03/2017	SACHIN GOVINDLAL MODI	27000	0.18	27000	0.18
	31/03/2017		Closing Balance - 31/03/2017				27000	0.18

**(IV) Shareholding Pattern of top ten Shareholders
(other than Directors, Promoters & Holders of GDRs & ADRs):**

Shareholding of Directors & KMP

For Each of the Directors & KMP

SL No.	HEMENDRA MAPARA	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1					
	At the beginning of the year	12,38,500.00	27.89		
	FRESH ISSUE OF SHARES				
	26/04/2016	12,52,000.00		24,90,500.00	16.98

SL No.	CHETAN MAPARA	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
2					
	At the beginning of the year	12,83,500.00	28.91		
	FRESH ISSUE OF SHARES				
	26/04/2016	11,40,000.00		24,23,500.00	16.52

SL No.	VEENIT MAPARA	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
4					
	At the beginning of the year	4,80,000.00	10.81		
	TRANSFER	1,15,000.00			
				5,95,000.00	4.06

VI) NDEBTEDNESS

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	924,61,765	481,39,155		1406,00,920
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due			-	
Total (i+ii+iii)	924,61,765	481,39,155	-	1406,00,920
Change in Indebtedness during the financial year				
Additions	298,33,385		-	298,33,385
Reduction		400,34,000	-	-
Net Change	298,33,385	(400,34,000)		(102,00,615)
Indebtedness at the end of the financial year				
i) Principal Amount	1222,95,150	81,05,155	-	1304,00,305
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1222,95,150	81,05,155	-	1304,00,305

VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SL. No.	Particulars of Remuneration	Name of the MD/WTD/Manager			
1	Gross salary	Hemendra Mapara (MD)	Chetan Mapara (CFO)	Veenit Mapara (CEO)	Total Amount
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	4,25,000	3,53,600	2,82,278	10,60,878
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	-	
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	
2	Stock option	-	-	-	
3	Sweat Equity	-	-	-	
4	Commission	-	-	-	
	as % of profit	-	-	-	
	others (specify)	-	-	-	
5	Others, please specify	-	-	-	
	Total (A) Ceiling as per the Act	4,25,000	3,53,600	2,82,278	10,60,878

Remuneration to other Directors:

B. N/A

SL. No.	Particulars of Remuneration	Name of the Directors			Total Amount
1	Independent Directors	-	-	-	-
	(a) Fee for attending board committee meetings	-	-	-	-
	(b) Commission	-	-	-	-
	(c) Others, please specify				

	Total (1)	-	-	-	-
2	Other Non Executive Directors	-	-	-	-
	(a) Fee for attending board committee meetings	-	-	-	-
	(b) Commission	-	-	-	-
	(c) Others, please specify.	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)				
	Total Managerial Remuneration				
	Overall Ceiling as per the Act.	-	-	-	-

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

1	Particulars of Remuneration	Key Managerial Personnel	
		Company Secretary	Total
	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	2,40,000	2,40,000
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	as % of profit	-	-
	others, specify	-	-
5	Others, please specify	-	-
	Total	2,40,000	2,40,000

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

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment /Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	-	-	NIL	-	-
Punishment	-	-	NIL	-	-
Compounding	-	-	NIL	-	-

B. DIRECTORS					
Penalty	-	-	NIL	-	-
Punishment	-	-	NIL	-	-
Compounding	-	-	NIL	-	-

C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	NIL	-	-
Punishment	-	-	NIL	-	-
Compounding	-	-	NIL	-	-

Form No. MR-3
SECRETARIAL AUDIT REPORT

for the financial year ended 31st March, 2017

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

To,

The Members,

Relstruct Buildcon Limited

CIN: U70200MH2014PLC254148

Regd. Off: Flat No. 201-2, 2nd Floor,
Sunshine Plaza, Subhash Lane, Malad East,
Mumbai – 400097, Maharashtra, India

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Relstruct Buildcon 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 my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended 31st March 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, as given in "**Annexure-I**" for the financial year ended on 31st March 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder and the applicable provisions of the Companies Act, 1956;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under 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'):-

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;**
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;**
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009**
- d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 [Not applicable to the Company during the Audit period as the company has not introduced any such scheme];**
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 [Not applicable to the Company during the Audit period as the company has not issued and listed any Debt Securities];**
- f. 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 Issue and Share Transfer Agent during the period under review];**
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit period as the company has not delisted / proposed to delist its Equity Shares from the Stock Exchange); and**
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit period as the company has not**

brought back / nor proposed to buy-back any of its Securities);

(vi) I have relied on the Representation made by the company and its officers for systems and mechanism formed by the company for compliance under other applicable Acts, Laws & Regulations to the Company. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedure on test basis.

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

- (i) Secretarial Standards with regard to meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with BSE Limited & SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I 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 Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice was given to all Directors to schedule the Board meetings, agenda and detailed notes on agenda were sent generally seven days in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through while the dissenting members view's, if any, are captured and recorded as part of the minutes.

I further report that based on review of compliance mechanism established by the Company, we are of the opinion that there are adequate systems and processes in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

- As informed, the Company has responded appropriately to notices received from various statutory / regulatory authorities including initiating actions for corrective measures, wherever found necessary.

I further report that during the audit period, the company has not undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc, referred to above.

**For Dhirendra Maurya & Associates
Company Secretaries**

**Dhirendra Maurya
Proprietor**

Mem. No: 22005

C.P. No.: 9594

Place: Mumbai

Date: 11/08/2017

Annexure-I

In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished and representations made to me by the company, its officer and agents, I report that the Company has, during the financial year under review, complied with the provisions of the Acts, the Rules made thereunder the Memorandum of Association & Articles of Association of the Company with regard to:-

1. Minutes of the Meetings of the Board of Directors, Committee meetings held during the financial year under review;
2. Minutes of the General body meeting held during the financial year under review;
3. Maintenance of various statutory Registers and documents and making necessary entries therein;
4. Notice and Agenda papers submitted to all the directors for the Board meetings;
5. E-forms filed by the Company from time-to-time, under applicable provisions of the companies Act, 2013 and attachments thereof during the financial year under review;
6. Intimations / documents / reports / returns filed with the stock Exchanges pursuant to the provisions of Listing Agreement during the financial year under review;
7. Declarations received from the Directors of the Company pursuant to the provisions of section 184 of the companies Act, 2013 and attachments thereto during the financial year under review;
8. Appointment and remuneration of Internal & Statutory Auditor;
9. Closure of Register of members.

For Dhirendra Maurya & Associates
Company Secretaries

Dhirendra Maurya
Proprietor

Mem. No: 22005

C.P. No.: 9594

Place: Mumbai

Date: 11/08/2017

To,
The Members,
Relstruct Buildcon Limited
CIN: U70200MH2014PLC254148
Regd. Off: Flat No. 201-2, 2nd Floor,
Sunshine Plaza, Subhash Lane, Malad East,
Mumbai – 400097, Maharashtra, India

Our Secretarial Audit Report of even date is to be read along with this letter:

Management's Responsibility:

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulation and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliance.
3. 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.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

5. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Dhirendra Maurya & Associates
Company Secretaries

Dhirendra Maurya
Proprietor

Mem. No: 22005
C.P. No.: 9594
Place: Mumbai
Date: 11/08/2017

Annexure D

Corporate Governance Report:

Our Company has been practicing the principle of good corporate governance since inception. Good corporate governance comprises of all activities that result in the control of the company in a regular manner which makes management transparent, accountable and fair. In accordance with Clause 34 (3) and Clause 53 (f) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 agreement with stock exchange and best practices followed by reputed corporations on corporate governance the details of compliance by the Company are as under:

1. Philosophy of the Company on the Code of Governance:-

The Company's philosophy on Corporate Governance envisage attainment of the highest levels of transparency, accountability and equity at all levels of its operation and in all its interactions with its stakeholders including shareholders, employees, Government Agencies and others. The Company strives for excellence with twin objective of enhancing customer satisfaction and shareholder's value.

The Company is committed to achieve the highest standards of Corporate Governance.

2. Board of Directors:-

Composition of Board:

The strength of the Board as on 31st March, 2017 consists of 6 Directors out of which 3 are Executive Director and 3 Non-Executive Directors including women director. The Company has an Executive Director Chairman and therefore the Board consists of 3 Independent Directors.

The names of directors and their position are as follows:

Sr. No.	Name of the Director	Director	Status
1	Hemendra Haridas Mapara	Executive Director	Chairman Managing Director
2	Chetan Haridas Mapara	Executive Director	CFO (KMP)
3	Veenit Subhakkumar Mapara	Executive Director	CEO (KMP)
4	Hemal Chandrkant Shah	Non Executive Director	Independent Director
5	Mansi Suresh Gajjar	Non Executive Director	Independent Director
6	Gaurang Hemchandra Chury	Non Executive Director	Independent Director

- Board Meetings:**

The Board of Directors of the Company met 12 times during financial year ended 31st March 2017. The Annual General Meeting of the Company was held on Tuesday, 30th August 2016 at 11.30 a.m., at Flat No. 201-2, 2nd Floor, Sunshine Plaza, Subhash Lane, Malad East Mumbai – 400097, Maharashtra, India.

The Company has held at least one meeting in every three months and the maximum time gap between any two Board Meetings was not more than 120 days. None of the directors of the Company was a member of more than ten committees or the Chairman of more than five committees across all public limited companies in which he is a Director. None of the Directors of the Company has exceeded maximum number of directorship in other companies.

For the purpose of considering the limit of the Committees, only Audit Committee and Shareholders/ Investors Grievances Committee across all public limited companies has been considered in accordance SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- Directors Attendance records and Directorships held:**

Attendance of each Director at the Board Meetings, last Annual General Meeting, and number of other Directorship of each Director in various companies as given below:

Name of the Director	Category	Attendance Particulars		No. of other directorships and committee member/chairmanship*		
		Board Meetings	Last AGM	Other Directorships (excluding Directorship in Pvt. Co's.)	Committee Memberships	Committee Chairmanships
Chetan Haridas Mapara	CFO & ED	12	Yes	01	Nil	Nil
Hemendra Haridas Mapara	MD & ED	12	Yes	01	Nil	Nil
Veenit Subhakkumar Mapara	CEO & ED	7	Yes	Nil	Nil	Nil
Hemal Chandrkant Shah	ID	4	Yes	Nil	Nil	Nil
Mansi Suresh Gajjar	ID	3	NO	Nil	Nil	Nil
Gaurang Hemchandra Chury	ID	3	No	Nil	Nil	Nil

CH - Chairman
 ED - Executive Director
 NED - Non Executive Director
 ID - Independent Director

*This includes the Chairmanship/Membership only in Audit Committee and Shareholders/Investors Grievances Committee

Details of Directors being appointed/re-appointed at the Annual General Meeting:
 As required under regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of membership of the Director and other relevant details in respect of Directors who are being recommended for reappointment are given hereunder:

Name of the Director	Age	Qualification	Experience	Directorship in other Companies	*Chairman/Member of the Committees of Companies
Ms. Mansi Suresh Gajjar	24	BMS & DAPR	Ms. Mansi Suresh Gajjar has varied experience in presiding officer of the internal complaints committee and also creates and maintains an atmosphere in which employees can work without fear, harassment & exploitation. She has expertise in HR and Human Resource Development and as an inducted woman director she will lend the required balance to the board.	NIL	NIL
Mr. Gaurang Hemchandra Chury	24	B.Sc (Industrial Science)	Mr. Gaurang Hemchandra Chury has varied experience in experience in Industrial Material supply and quality control and his re-appointment will lend the required balance to the board.	NIL	NIL

*This includes the Chairmanship/Membership only in Audit Committee and Shareholder's/Investors Grievance Committee

• **Disclosure of Relationship between directors inter-se:**

Except for Mr. Hemendra Haridas Mapara and Mr. Chetan Haridas Mapara being brothers to each other; and Mr. Veenit Mapara being a distant relative of Mr. Hemendra Haridas Mapara and Mr. Chetan Haridas Mapara; none of the other directors are related to each other and

have any family relationships.

3. Board Committees:

The Company has constituted 5 committees of Directors, namely

1. Shareholders/Investor Grievances Committee,
2. Audit Committee
3. Nomination and Remuneration Committee and
4. Sexual Harassment Committee and
5. Risk Management Committee

to deal with matters requiring urgent decisions and monitoring of the activities falling within their terms of reference, comprising mainly of non-executive Directors. Each of these committees has their respective charters approved by the Board. The minutes of the meeting are recorded and placed before the Board for its information.

- **Shareholders /Investor Grievances Committee:-**

The said committee approves issue of duplicate certificates and oversees and reviews all matters connected with transfer of securities of the Company. The Committee also monitors redressal of investor's grievances. The Committee oversees performance of the Registrar and Transfer Agent of the Company and recommends measures for overall improvement in the quality of investor services.

During the year no meeting due to listing after FY 2016- 2017.

- **Audit Committee: -**

The Board of Directors has constituted Audit Committee of Directors to exercise powers and discharge function as stipulated in section 177 of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchanges and other statutory / regulatory provisions.

During the year no meeting due to listing after FY 2016- 2017.

The terms of reference of the Audit Committee include: -

- i) 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.
- ii) Recommending for appointment, remuneration and terms of appointment of auditors of the

Company

- iii) Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- iv) Reviewing, with the management, the annual financial statements 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 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.
- v) Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
- vi) 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.
- vii) Review and monitor the auditor's independence and performance, and effectiveness of audit process.
- viii) Approval or any subsequent modification of transactions of the company with related parties.
- ix) Scrutiny of inter-corporate loans, investments and guarantee.
- x) Valuation of undertakings or assets of the company, wherever it is necessary.
- xi) Evaluation of internal financial controls and risk management systems.
- xii) Reviewing, with the management, performance of statutory and internal auditors, adequacy

of the internal control systems.

- xiii) 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.
- xiv) Discussion with internal auditors, if any, any significant findings and follow up there on.
- xv) Reviewing the findings of any internal investigations by the internal auditors, if any, 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.
- xvi) 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.
- xvii) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors.
- xviii) To review the functioning of the Whistle Blower mechanism.
- xix) 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 & background, etc. of the candidate.
- xx) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

The Audit Committee is vested with powers to investigate any activity of Company or seek information from any employee.

Besides the Committee Members, Senior Executives of accounts, finance, internal audit, statutory auditors were standing invitees for on the spot clarification / explanation.

- **Nomination and Remuneration Committee: -**

In Compliance with Section 178 of Companies Act 2013 the Board renamed the Remuneration Committee as 'Nomination and Remuneration Committee'.

During the year no meeting due listing after FY 2016- 2017.

The terms of reference of the committee are as follows:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.

Sexual Harassment Committee:

Pursuant to require Section of the Companies Act 2013, the Sexual Harassment Committee was duly constituted.

During the year no meeting due listing after FY 2016- 2017.

Risk Management Committee:

Pursuant to require Section of the Companies Act 2013, the Sexual Harassment Committee was duly constituted.

During the year no meeting due listing after FY 2016- 2017.

The terms of reference of the committee are as follows:

- i. review the performance of non-independent directors and the Board as a whole;
- ii. review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- iii. assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

4. Remuneration Policy

• Remuneration to Non- Executive Directors

The Non- Executive Directors are paid remuneration by way of sitting fees. The Total amount of sitting fees paid during the Financial Year 2016-2017 is Rs Nil. The Directors do not have any material pecuniary relationship or transactions with the Company.

- **Remuneration to Executive Directors**

The appointment and remuneration of Executive Directors including, Whole-time Director is governed by the Board of Directors and shareholders of the Company. The remuneration package of Executive Director comprises of salary, allowances and contribution to Provident and other Retirement Benefit Funds as approved by the Shareholders at the General Meetings. Annual increments are linked to performance and are decided by the Nomination and Remuneration Committee and recommended to the Board for approval thereof. The remuneration policy is directed towards rewarding performance, based on review of achievements and is aimed at attracting and retaining high competency.

Currently, the Company does not have a scheme for grant of stock options.

5. Performance evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board who were evaluated on parameters such as level of engagement and contribution and The terms of reference of the committee are as follows:

independence of judgment thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The board also carried out annual performance evaluation of the working of its Audit, Nomination and Remuneration as well as stakeholder relationship committee. The Directors expressed their satisfaction.

6. Familiarization Programme for Independent Director

The Company had conducted various programmes during the financial year to familiarize Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the company operates, business model of the company, etc. Further, the Directors were encouraged to attend the training programmes being organized by various regulators/bodies/ institutions on above matters. The details of the policy relating to conducting familiarization programmes are displayed on the website of the Company and web link of the same is www.relstructbuildcon.com

7. Disclosure on related party transactions with related parties: -

During the period under review, the Company has not entered into any material transaction with any of its related parties. None of the transactions with any related parties were in conflict with the interests of Company at large.

Details of the transactions with related parties have been disclosed in note no. 21 of notes forming part of financial statements.

As required under regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated policy on dealing with Related Party Transactions. The Policy is available on the website of the Company and Weblink of same is: www.relstructbuildcon.com

9. Whistle blower policy:

The Company has established a whistle blower policy and vigil mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct policy. The mechanism provides for adequate safeguards against victimization of directors and employees. None of the personnel have been denied access to the Audit Committee of the Board. The details of Whistle Blower Policy are available on the website of the Company www.relstructbuildcon.com

10. Code of Business Conduct & Ethics:-

The Company has adopted the model Code of Business Conduct & Ethics for Directors and Senior Management and the same is posted on the Company's website namely: www.relstructbuildcon.com

11. Compliance with Mandatory Requirements: -

The Company has complied with the mandatory requirement of the Code of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges.

12. Means of Communications: -

The quarterly results are published in the Performa prescribed by the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in one English language and one Marathi language Newspaper. Management Discussion and Analysis forms part of the Directors' Report. The quarterly results are also available on the Company's website namely www.relstructbuildcon.com.

Declaration on Compliance of the Company's Code of Conduct:

The Company has framed a specific Code of Conduct for the members of the Board of Directors and the Senior Management Personnel of the Company pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to further strengthen corporate

governance practices in the Company.

All the members of the Board and Senior Management Personnel of the Company have affirmed due observance of the said Code of Conduct in so far as it is applicable to them and there is no non compliance thereof during the year ended 31st March 2017.

For Relstruct Buildcon Limited

HemendraMapara

Managing Director DIN: : 06736527

Place : Mumbai,

Date : 11/08/2017

GENERAL SHAREHOLDER INFORMATION

1. Annual General Meeting:

Date & Time : 29th September, 2017 at 2.00 PM

Venue : Flat No. 201-2, 2nd Floor, Sunshine Plaza, Subhash Lane, Malad East, Mumbai – 400097, Maharashtra, India.

2. Financial Calendar 2017-18

Board Meetings	Tentative dates
Results for the quarter ending June 30, 2017	Second week of August, 2017
Results for the quarter ending September 30, 2017	Second week of November, 2017
Results for the quarter ending December 31, 2017	Second week of February, 2018
Results for the year ending March 31, 2018	Last week of May, 2018

3. Book closure dates : 23 September 2017 to 29 September, 2017
(Both days inclusive) in connection with the AGM.

4. Dividend Payment Date : As per required Law

5. Registered Office : Flat No. 201-2, 2nd Floor, Sunshine Plaza, Subhash Lane, Malad East, Mumbai – 400097, Maharashtra, India

6. Equity shares listed on Stock Exchanges at: -

The Stock Exchange, Mumbai (SME Section)

7. Annual Listing fees: -

The listing fees to the Stock Exchange Mumbai have been duly paid by the Company up to the financial year 2016-17.

8. Dematerialization of shares and Liquidity: -

100% of the Equity Shares have been dematerialized up to 31st March 2017. Trading in Equity Shares of the Company is permitted only in dematerialized form with effect from 03 April, 2017 as per notification issued by the Securities and Exchange Board of India (SEBI). The shares of the company are regularly traded at Bombay Stock Exchange. Total number of

shares traded during the year 2016-17 were 1,46,71,000 and its value was Rs 1467.10 lacs.

9. Stock Code: -

- i) Trading symbol at The Stock Exchange, Mumbai (Physical Segment) RELSTRUCT.
- ii) Demat ISIN Number in NSDL & CDSL – Equity Shares - INE792V01010

10. Distribution of Shareholding and Shareholding Pattern as 31st March 2017: - NA

- I) The Distribution of Shareholding as on 31st March 2017: - NA due to listing after F Y 2016-2017

No. of Equity Shares held	Shareholders		Shares held	
	No.	%	No.	%
1 – 500	-	-	-	-
501 – 1000	-	-	-	-
1001 – 2000	-	-	-	-
2001 – 3000	-	-	-	-
3001 – 4000	-	-	-	-
4001 – 5000	-	-	-	-
5001 – 10000	-	-	-	-
10001 and above	-	-	-	-
TOTAL		100.00	14671000	100.00

- II) Shareholding Pattern as on 31st March 2017: - NA due to listing after F Y 2016-2017

Category	No. of Shares	%
Promoters		-
Financial Institutions / Banks / Mutual Funds / Insurance Company		-
Hindu Undivided Family		-
Corporate Bodies		-
Indian Public		-
NRI / OCB		-
Others (Share in Transit)		-
TOTAL	14671000	100

11. General Body Meetings: -

- i) The last three Annual General Meetings of the Company were held as under:

Year	Location	Date	Time
2013-2014	N.A	N.A	N.A
2014-2015	Flat No. 201-2, 2nd Floor, Sunshine Plaza, Subhash Lane, Malad East Mumbai Mumbai City MH 400097 IN	30/09/2015	11.00 a.m
2015-2016	Flat No. 201-2, 2nd Floor, Sunshine Plaza, Subhash Lane, Malad East Mumbai Mumbai City MH 400097 IN	30.08.2016	11.00 a.m

ii) The following special resolutions were passed with required majority during the last three Annual General Meetings:

Sr. No.	Date of AGM	Particulars of Special Business Transacted
1	N.A	N.A
2	30/09/2015	None
3	30.08.2016	None

No special resolution was passed during the year 2016-17 through postal ballot.

12. Share Transfer Systems: -

Presently Share Transfer in Demat Form.

13. Market Price Data: -

Monthly high/low market price of the Company's Equity Shares traded on The Stock Exchange, Mumbai and BSE Sensex during the last financial year 2016-2017 were as follows:

The Stock Exchange, Mumbai – Code No. : NA due to listing after FY 2016- 2017

Month	Share Price		BSE Sensex	
	High	Low	High	Low
April 2016	-	-	-	-
May 2016	-	-	-	-
June 2016	-	-	-	-
July 2016	-	-	-	-
August 2016	-	-	-	-
September 2016	-	-	-	-
October 2016	-	-	-	-
November 2016	-	-	-	-
December 2016	-	-	-	-
January 2017	-	-	-	-
February 2017	-	-	-	-
March 2017	-	-	-	-

14. Address for Correspondence:

	For Shares held in physical form:	For shares held in Demat form:
Investors Correspondence for Transfer / dematerialization of shares, payment of dividend on shares and any other query relating to shares.	N.A	To the Depository Participant.

15. Compliance officer : **CS Kamlesh Vyas**
Tel: 022 28896386

16. Registrar & Share Transfer Agent : **Karvy Computershare Private Limited**
Address : **Karvy Selenium Tower B, Plot 31-32, Financial District, Hyderabad - 500032**
Tel. No.: +91 + 91 40 6716 2222
1-800-3454001
Email : **einward.ris@karvy.com**

INDEPENDENT AUDITORS' REPORT

To the Members of Relstruct Buildcon Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Relstruct Buildcon Limited ('the Company'), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are

appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, its profit and cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure 'A', 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:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on 31st March, 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of section 164(2) of the Act;
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i) the Company does not have any pending litigations, which would impact its financial position;
- ii) the Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
- iii) there were no amounts which were required to be transferred to Investors Education and Protection Fund by the Company.
- iv) the Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes as defined in the Notification S.O. 3407(E) dated the 8th November, 2016 of the Ministry of Finance, during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures performed and the representations provided to us by the management we report that the disclosures are in accordance with the books of account maintained by the Company and as produced to us by the Management. Refer clause 14 of note no. 23 to the financial statements.

For R. M. Aijaonkar & Associates

Chartered Accountants

Firm's Registration Number: 117247W

Komal Sevak

Partner

Membership number: 143685

Place: Mumbai

Date: 29th May, 2017

ANNEXURE "A" TO AUDITORS' REPORT
Re: RELSTRUCT BUILDCON LIMITED

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the Financial Statements for the year ended 31st March, 2017;

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed asset.
 - (b) As explained to us, the fixed assets have been physically verified by the management during the year, which in our opinion is reasonable having regards to the nature of the assets. No material discrepancies have been noticed on such verification.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that no immovable property is held in the name of the Company.
- 2) Physical verification has been conducted by the management at the yearend in respect of stores and materials at all of its locations. The procedures and frequency of physical verifications of stocks followed by the management were found reasonable and adequate in relation to the size of the Company and nature of its business. Minor discrepancies noticed on such physical verification have been properly dealt with in the books of account.
- 3) As per the information and explanations given to us, the company has not granted any loans, secured or unsecured to companies, firms Limited liability partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provisions of paragraph 3(iii) of the Order are not applicable to the Company.
- 4) As per the information and explanations given to us and on the basis of records examined by us, we are of the opinion that the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, guarantees and securities given and investments made.
- 5) As per the information and explanation given to us, the Company has not accepted any deposits from the public during the year. Therefore, the provisions of paragraph 3(v) of the Order are not applicable to the Company.
- 6) On the basis of the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 for the activities of the Company. Therefore the provisions of Paragraph 3(vi) of the Order are not applicable to the Company.

- 7) (a) As per the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities, wherever applicable during the year. As per the information and explanations given to us and the records examined by us, there are no undisputed arrears of statutory dues, which are outstanding as at the last day of the concerned financial year for more than six months from the date they became payable.
- (b) As per the information and explanation given to us, there are no disputed dues outstanding on account of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax.
- 8) In our opinion and according to the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institutions, banks and government. The Company did not have any outstanding debentures during the year.
- 9) According to the information and explanation given to us by the management and on the basis of examination of the relevant records, prima facie, it appears that the said amounts have been applied for the purpose for which they were raised
- 10) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees have been noticed or reported during the year.
- 11) In our opinion, managerial remuneration has been provided in accordance with the requisite approvals mandated by the provisions of section 197 of the Act read with Schedule V to the Companies Act, 2013.
- 12) As per the information and explanation given to us, the nature of activities of the Company does not attract any provisions of special statute applicable to a Nidhi Company. Therefore, the provisions of paragraph 3(xii) of the Order are not applicable to the Company.
- 13) According to the information and explanations given by management, the transactions with the related parties are in compliance with section 188 of the Act, wherever applicable; and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards. The provisions of Section

177 are not applicable to the Company and accordingly, reporting under paragraph 3(xiii), insofar as it relates to that section is not applicable to the Company.

- 14) According to the information and explanation given to us, the Company has made preferential allotment / private placement of shares during the year. In our opinion, the Company has complied with the provisions of section 42 of the Act and the amount raised has been used for the purpose for which the funds are raised. The Company has not made any preferential allotment / private placement of fully or partly convertible debentures during the year under review.
- 15) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him, as specified under section 192 of the Act. Therefore, the provisions of paragraph 3(xv) of the Order are not applicable to the Company.
- 16) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Therefore, the provisions of paragraph 3(xvi) of the Order are not applicable to the Company.

For R. M. Ajgaonkar & Associates

Chartered Accountants

Firm's Registration Number: 117247W

Komal Sevak

Partner

Membership Number: 143685

Place: Mumbai

Date: 29th May, 2017

INDEPENDENT AUDITORS' REPORT

Re: Relstruct Buildcon Limited

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT").

We have audited the internal financial controls over financial reporting of Relstruct Buildcon Limited ('the Company') as of 31st March, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

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 Standard on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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 auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to

provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of the management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatement 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 controls over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2017, based on the internal financial control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For R. M. Ajgaonkar & Associates

Chartered Accountants

Firm Registration No. 117247W

Komal Sevak

Partner

Membership No. 143865

Place: Mumbai

Date: 29th May, 2017



RELSTRUCT BUILDCON LIMITED
BALANCE SHEET AS AT 31ST MARCH 2017

(in Rs.)

PARTICULARS	Note No.	As at 31st March, 2017	As at 31st March, 2016
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	1	146,710,000	44,400,000
Reserves and Surplus	2	254,244,109	104,861
Share Application money	3	-	30,000,000
Non Current Liabilities			
Long Term Borrowings	4	121,741,479	91,470,410
Deferred Tax Liabilities		193,653	115,048
Current Liabilities			
Short Term Borrowings	5	8,105,155	48,139,556
Trade Payable	6	43,341,159	34,305,971
Other Current Liabilities	7	52,335,851	21,987,997
Short Term Provisions	8	1,208,582	349,711
TOTAL		627,879,988	270,873,153
ASSETS			
Non Current Assets			
Property, Plant and Equipment	9	5,206,348	4,533,025
Long Term Loans and Advances	10	47,635,500	45,900,000
Other Non-Current Assets		4,190,000	-
Current Assets			
Inventories	11	281,484,462	200,577,641
Trade Receivables	12	25,498,424	5,566,117
Cash and Cash Equivalents	13	235,127,890	1,271,176
Short Term Loans and Advances	14	15,636,064	10,891,694
Other Current Assets	15	13,101,300	2,132,700
TOTAL		627,879,988	270,873,153
Significant Accounting Policies	22		
Other Notes	23		
The Significant Accounting Policies and notes referred to above form an integral part of the Financial Statements.			
As per our report attached For R.M.Ajgaonkar & Associates ICAI Firm Registration No.:117247W Chartered Accountants		For and on behalf of the Board of Relstruct Buildcon Limited	
Komal Sevak Partner Membership No : 143865	Kamlesh Vyas Company Secretary Membership No : ACS26465	Chetan Mapara Director DIN: 06736522	Hemendra Mapara Managing Director DIN:06736527
Place: Mumbai Dated : 29th May, 2017		Place: Mumbai Dated : 29th May, 2017	

RELSTRUCT BUILDCON LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31ST MARCH 2017

(in Rs.)

PARTICULARS	Note No.	Year Ended 31.3.2017	Year Ended 31.3.2016
INCOME			
Revenue from Operations	16	7,201,916	2,555,316
Total Revenue	(I)	7,201,916	2,555,316
EXPENSES			
Cost of Project	17	70,810,155	84,966,554
Change in Inventories of Finished Goods, Work in Progress and Stock-in-trade	18	(70,810,155)	(84,966,544)
Finance Cost	19	-	-
Depreciation and Amortisation Expense	20	130,888	166,848
Other Expenses	21	5,080,323	1,857,153
Total Expenses	(II)	5,220,211	2,024,012
Profit Before Tax	(I-II)	1,981,705	531,304
Less : Tax Expense			
Current Tax		(436,809)	(349,711)
Mat Credit entitlement		-	-
Deferred Tax assets / (Liabilities)		(78,604)	(102,949)
Profit for the year		1,466,292	78,646
Earnings Per Equity Share (in Rs.) [Nominal value of share Rs. 10/-]		0.10	0.02
Basic / Diluted		0.10	0.02
Significant Accounting Policies	22		
Other Notes	23		
The Significant Accounting Policies and notes referred to above form an integral part of the Financial Statements.			
As per our report attached For R.M.Ajgaonkar & Associates ICAI Firm Registration No. 117247W Chartered Accountants		For and on behalf of the Board of Relstruct Buildcon Limited	
Komal Sevak Partner Membership No : 143865	Kamlesh Vyas Company Secretary Membership No : ACS26465	Chetan Mapara Director DIN: 06736522	Hemendra Mapara Managing Director DIN:06736527
Place: Mumbai Dated : 29th May, 2017		Place: Mumbai Dated : 29th May, 2017	

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2017

	2016-17	2015-16
	Amount	Amount
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net (loss) profit before tax and extraordinary items [A]	1,981,705	531,304
Adjustment for:		
Depreciation	597,432	684,965
Preliminary expenses written off	-	671,300
Adjustment made in Fixed Assets	(157,842)	(110,976)
Total Adjustment [B]	439,590	1,245,289
Operating profit before working capital changes [C=A+B]	2,421,295	1,776,593
Adjustment for changes in working capital :		
(Increase) / Decrease in Trade Receivables	(19,982,307)	(5,216,117)
(Increase) / Decrease in Inventories	(80,906,821)	(84,966,544)
(Increase) / Decrease in Other Receivables	(15,712,970)	(11,051,732)
Increase / (Decrease) in Trade and Other Payables	(213,273)	27,452,146
Total [D]	(116,765,372)	(73,782,246)
Cash generated from operations [E=C+D]	(114,344,076)	(72,005,653)
Taxes (Paid) / Received (Net of TDS) [F]	(464,982)	-
Net cash from operating activities before extraordinary e [G=E+F]	(114,809,058)	(72,005,653)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(1,112,113)	(759,853)
Lease Deposit given to Related Parties	-	(45,000,000)
Security Deposit given to others	(2,335,500)	-
Advances given to Others	600,000	(900,000)
Contribution to Partnership Firm	(4,190,000)	-
Loan Received from Others	29,166,990	89,166,975
Net cash used in Investing activities [H]	22,129,377	42,507,122
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of shares	72,310,000	-
Securities premium received on issue of shares	253,560,000	-
Proceeds received as share application money	-	30,000,000
Secured loan from Bank	696,395	(163,063)
Net cash used in financing activities [I]	326,536,395	29,836,937
Net Increase / (Decrease) in Cash & Cash equivalents [J=G+H+I]	233,856,713	338,406
Cash and cash equivalents at the beginning of the year	1,271,176	932,769
Cash and cash equivalents at the end of the year	235,127,890	1,271,176
Cash and cash equivalents comprise :		
Cash in hand	1,399,110	1,148,076
Balance with banks	233,728,780	123,100
Total cash and cash equivalents	235,127,890	1,271,176
As per our report attached For R.M.Ajgaonkar & Associates ICAI Firm Registration No.:117247W Chartered Accountants	For and on behalf of the Board of Relstruct Buildcon Limited	
Komal Sevak Partner Membership No : 143865	Kamlesh Vyas Company Secretary Membership No : ACS26465	Chetan Mapara Director DIN: 06736522
		Hemendra Mapara Managing Director DIN:06736527
Place: Mumbai Dated : 29th May, 2017		Place: Mumbai Dated : 29th May, 2017

RELSTRUCT BUILDCON LIMITED
 NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

Note No. 1
 Share Capital

Particulars	(in Rs.)		(in Rs.)	
	As at 31st March, 2017	No. of Shares As at 31.3.2017	As at 31st March, 2016	No. of Shares As at 31.3.2016
Authorised Equity Shares of Rs. 10/- each	150,000,000	15,000,000	100,000,000	10,000,000
Issued, Subscribed and Paid-up Equity Shares of Rs. 10/- each, fully paid up	146,710,000	14,671,000	44,400,000	4,440,000
Total	146,710,000	14,671,000	44,400,000	4,440,000

(a) Reconciliation of Number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31st March, 2017	No. of Shares As at 31.3.2017	As at 31st March, 2016	No. of Shares As at 31.3.2016
Equity Shares At the beginning of the period	44,400,000	4,440,000	44,400,000	4,440,000
Add: Right share Issued during the period	55,600,000	5,560,000	-	-
Add: Initial Public offer	46,710,000	4,671,000	-	-
Outstanding at the end of the period	146,710,000	14,671,000	44,400,000	4,440,000

(b) Names of Shareholders holding more than 5% shares :

Name of Shareholders	As at 31st March, 2017		As at 31st March, 2016	
	No. of Shares	% Holding	No. of Shares	% Holding
Chetan Mapara	2,423,500	17%	1,283,500	29%
Darshana Mapara	2,638,000	18%	1,213,000	27%
Hemendra Mapara	2,490,500	17%	1,283,500	29%
Relstruct Infra Limited	1,363,500	9%	-	-
Sonal Rajesh Khandwala	1,233,000	8%	-	-

(c) Rights, Preferences and Restrictions attached to each class of shares

The Company has only one class of equity shares with a face value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share held. In the event of liquidation of the Company, the shareholders 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.

Note No. 2

Reserves and Surplus

(in Rs.)

Particulars	As at	As at
	31st March, 2017	31st March, 2016
Securities Premium Reserve		
As per last Balance Sheet	-	-
Add: Right share Issued during the period (55,60,000 shares @ Rs.12/- Perimum)	66,720,000	-
Add: Initial Public offer (46,71,000 shares @ Rs.40/- Perimum)	186,840,000	-
	253,560,000	-
Surplus in Statement of Profit and Loss		
As per last Balance Sheet	104,861	26,216
Add: Profit for the year	1,466,292	78,645
Less: Appropriations		
Proposed Equity Dividend	733,550	-
Tax on Proposed Equity Dividend	153,494	-
Net Surplus in Statement of Profit and Loss	684,109	104,861
Total	254,244,109	104,861

Note No. 3

Share Application Money Pending Allotment

(in Rs.)

Particulars	As at	As at
	31st March, 2017	31st March, 2016
For Equity shares		
Number of Shares proposed to be allotted Amount of Premium, if any (Refer to Other Note No.23(9))	-	30,000,000
Date by which the shares shall be allotted	-	12th April 2016
Whether Sufficient authorised share capital to cover allotment of shares out of such share application money	-	YES
The period overdue from the proposed date of allotment	-	NIL
Total	-	30,000,000

Note No. 4

Long Term Borrowings

(in Rs.)

Particulars	Non-Current		Current	
	As at	As at	As at	As at
	31st March, 2017	31st March, 2016	31st March, 2017	31st March, 2016
Secured Loans				
Term Loan				
From Bank*	1,741,479	1,092,797	176,051	158,338
Others #@	120,000,000	90,377,613	377,620	833,017
	121,741,479	91,470,410	553,671	991,355
Amount Disclosed under the head "Other Current Liabilities" (Note No.7)	-	-	(553,671)	(991,355)
	121,741,479	91,470,410	-	-

* Secured by hypothecation of Innova Car.

Secured by hypothecation of JCB.

@Rs. 12,00,00,000/- Secured by hypothecation of Land and dwelling units in under construction building and personal guarantee of directors from Diwan Housing Finance Limited.

Total	Rate of Interest	Maturity Profile		
		1 Years	2 Years	2 Years & Above
Maturity Profile of repayment of Term Loan of SREI	18%	377,620	-	-
Maturity Profile of repayment of Bank Loan	10.55% + 0.45%	176,051	195,744	714,004
Maturity Profile of repayment of Bank Loan - Car Loan - Ameo	10.01%	286,313	316,323	229,095
Maturity Profile of repayment of loan from DHFL	19%	-	-	1,200,000,000

Note No. 5
Short Term Borrowing

Particulars	As at 31st March, 2017	As at 31st March, 2016
Unsecured Loans		
From a related party (Refer to Other Note No.23(9))	8,105,155	48,139,155
Total	8,105,155	48,139,155

Note No. 6
Trade Payables

(in Rs.)

Particulars	As at 31st March, 2017	As at 31st March, 2016
Due to - Micro, Small and Medium Enterprises *	-	-
Others	43,341,159	34,305,971
Total	43,341,159	34,305,971

* The company has not received any intimation from the 'suppliers' regarding their status under the Micro, Small and Medium Enterprises Act, 2006 and hence disclosure, if any, relating to amounts unpaid as at year end together with interest paid / payable as required under the said Act has not been given.

Note No. 7
Short Term Provisions

(in Rs.)

Particulars	As at 31st March, 2017	As at 31st March, 2016
Provision for Tax	321,538	349,711
Provision for Dividend	733,550	-
Provision for dividend distribution tax	153,494	-
Total	1,208,582	349,711

Note No. 8
Other Current Liabilities

(in Rs.)

Particulars	As at 31st March, 2017	As at 31st March, 2016
Current Maturities of Long Term Borrowings (Refer Note No.4)	553,671	991,355
Advance Received against premises booking	6,144,868	9,699,528
Unearned Income	39,008,500	8,265,500
Expenses and Other payables	1,814,275	1,091,100
Statutory Liabilities	4,358,055	1,591,542
Bank Overdraft	456,483	348,972
Total	52,335,851	21,987,997

{** Payable to Related Party - Refer Note No.:23(9)}

RELSTRUCT BUILDCON LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017
 Note No. 9: Property, Plant and equipment

Particulars	Gross Block				Depreciation/Amortisation			Net Block	
	As at 01-04-2016	Additions	Deletions	As at 31-03-2017	As at 01-04-2016	For the year	Deletions/ Adjustment	As at 31-03-2017	As at 31-03-2016
	(in Rs.)								
Tangible Assets									
Plant & Equipments:	2,539,344	-	-	2,539,344	362,233	169,290	102,965	428,558	2,177,111
Vehicles	1,804,155	1,112,113	-	2,916,268	288,541	273,889	31,511	530,919	1,515,614
Furniture & Fixture	575,743	-	-	575,743	49,836	57,574	-	107,410	525,907
Office Equipments	396,897	-	-	396,897	112,432	79,379	21,211	170,600	284,465
Computers	51,900	-	-	51,900	21,172	17,300	2,155	36,317	30,728
Total	5,368,039	1,112,113	-	6,480,152	834,214	597,432	157,842	1,273,804	4,533,825

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2016 were as follows:

Particulars	Gross Block				Depreciation/Amortisation			Net Block	
	As at 01-04-2015	Additions	Deletions	As at 31-03-2016	As at 01-04-2015	For the year	Deletions/ Adjustment	As at 31-03-2016	As at 31-03-2015
	(in Rs.)								
Tangible Assets									
Plant & Equipments:	2,539,344	-	-	2,539,344	213,699	265,761	117,227	362,233	2,325,645
Vehicles	1,804,155	-	-	1,804,155	29,935	257,030	-1,576	288,541	1,774,220
Furniture & Fixture	-	575,743	-	575,743	-	49,836	-	49,836	525,907
Office Equipments	224,687	172,210	-	396,897	15,533	93,357	-3,542	112,432	209,154
Computers	40,000	11,900	-	51,900	1,058	18,981	-1,139	21,172	38,549
Total	4,608,186	759,853	-	5,368,039	260,225	684,965	110,976	834,214	4,533,825

Note No. 10

Long Term Loans and Advances

(in Rs.)

Particulars	As at 31st March, 2017	As at 31st March, 2016
Unsecured Considered Good		
Loan and Advances to Related Parties :		
Lease Deposits [Refer Other Note :23(9)]	45,000,000	45,000,000
Security Deposits	2,335,500	-
Others	300,000	900,000
Total	47,635,500	45,900,000

Note No. 11

Inventories (Lower of cost or net realizable value)

(in Rs.)

Particulars	As at 31st March, 2017	As at 31st March, 2016
<u>Work in progress</u>		
WIP-Bilimora Project	2,550,000	-
WIP-Boisor Project	275,095,462	200,577,641
WIP-Stanza Project	3,839,000	-
Total	281,484,462	200,577,641

Note No. 12

Trade Receivables

(in Rs.)

Particulars	As at 31st March, 2017	As at 31st March, 2016
Unsecured, considered good:		
a) Trade Receivables (Overdue more than six months)	5,107,975	-
b) Other Trade Receivables	20,390,449	5,566,117
Total	25,498,424	5,566,117

Note No. 13

Cash and Cash equivalents

(in Rs.)

Particulars	As at 31st March, 2017	As at 31st March, 2016
(a) Cash and Cash Equivalents		
(i) Balances with Banks	233,728,780	123,100
(ii) Cash on Hand	1,399,110	1,148,076
Total	235,127,889.57	1,271,176

Note No. 14

Short Term Loans And Advances

(in Rs.)

Particulars	As at 31st March, 2017	As at 31st March, 2016
Unsecured, considered good		
Other Loans & Advance		
Deposits	25,000	25,000
Advance to Suppliers	5,417,258	4,369,444
Balance with Statutory/Government Authorities	10,193,806	6,497,250
Total	15,636,064	10,891,694

Note No. 15

Other Current Assets

(in Rs.)

Particulars	As at 31st March, 2017	As at 31st March, 2016
Unsecured, considered good		
Revenue Accrued but not Due	13,101,300	2,132,700
Total	13,101,300	2,132,700

Note No. 16

Revenue from operations

(in Rs.)

Particulars	For the year ended 31st March, 2017	For the year ended 31st March, 2016
Consultancy Income	7,200,000	2,555,000
Balance written back	1,916	316
Total	7,201,916	2,555,316

Note No. 17

Cost of Production/Sales

(in Rs.)

Particulars	For the year ended 31st March, 2017	For the year ended 31st March, 2016
Cost of Boisar Project		
Purchase of Materials and Labour	38,425,655	64,842,038
Business Promotion Expense	6,804,542	-
Salary to Staff at site	1,700,070	1,321,634
Director's Remuneration	1,060,878	-
Depreciation	308,702	407,141
Electricity Charges	227,080	236,710
Hiring Charges	-	761,492
Insurance	58,056	373,675
Interest on Loans	12,650,572	9,725,539
Petrol, H.S.D Exp.	508,504	592,251
Printing & Stationary	197,175	220,379
Processing Fees	4,741,733	4,538,400
Professional Fees	-	1,336,000
Security Exp.	180,000	159,695
Other Expenses	108,187	451,600
	66,971,155	84,966,554
Cost of Stanza Project		
Indirect Expenses Stanza	3,839,000	-
Total	70,810,155	84,966,554

Note No. 18
Change in Inventories of Finished Goods, Work in Progress and Stock-in-trade

(in Rs.)

Particulars	For the year ended	For the year ended
	31st March, 2017	31st March, 2016
Opening W.I.P		
Cost of Boisar Project	200,577,641	115,611,097
Cost of Stanza Project	-	-
Closing W.I.P		
Cost of Boisar Project	267,548,796	200,577,641
Cost of Stanza Project	3,839,000	-
Total	(70,810,155)	(84,966,544)

Note No. 19
Finance cost

(in Rs.)

Particulars	For the year ended	For the year ended
	31st March, 2017	31st March, 2016
Interest expense	12,650,572	9,725,539
Less : Transferred to Cost of Project	12,650,572	9,725,539
Total	-	-

Note No. 20
Depreciation and Amortisation Expenses

(in Rs.)

Particulars	For the year ended	For the year ended
	31st March, 2017	31st March, 2016
Depreciation on Tangible Assets	439,590	573,989
Less : Transferred to Cost of Project	308,702	407,141
Total	130,888	166,848

Note No. 21
Other Expenses

(in Rs.)

Particulars	For the year ended	For the year ended
	31st March, 2017	31st March, 2016
Advertising Expenses	-	143,740
Audit Fees	100,000	80,000
Business Promotion Expense	-	4,600
Office Expenses	82,192	75,182
Office Rent	1,200,000	356,500
Pre Incorporation Expenses	-	50,000
ROC Fees Charges	560,900	1,119,900
Professional fees	2,623,130	-
Service Tax Paid	174,612	12,551
Society Maintenance charges	348,489	-
Other Expenses	-	14,680
Total	5,089,323	1,857,153

RELSTRUCT BUILDCON LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

22. SIGNIFICANT ACCOUNTING POLICIES: -

A. Basis of preparation

a) The financial statements have been prepared and presented under the historical cost convention, on accrual basis of accounting in accordance with generally accepted accounting principles in India and the provisions of the Companies Act, 2013 ('the Act'). They are prepared in accordance with the Accounting Standards specified under section 133 of the Act read with Rule 7 of Companies (Accounts) Rules, 2014, and other relevant provisions to the extent applicable.

b) Use of estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent liabilities as on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Any revision to accounting estimates is recognised in accordance with the requirements of the respective accounting standard.

B. Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction, net of recoverable taxes, trade discounts, rebates, depreciation accumulated and accumulated impairment losses. All costs relating to the acquisition and installation of Property, plant and equipment are capitalised and includes borrowing costs relating to borrowed funds attributable to construction or acquisition of Property, plant and equipment, up to the date the asset is put to use.

D. Investments

Investments that are readily realisable and are intended to be held for not more than a year from the date, on which such investments are made, are classified as current investments and are carried at lower of cost and fair value determined on an individual investment basis whereas all other investments are classified as long-term investments and are carried at cost. Provision for diminution in value of long term investment is made to recognise a decline other than temporary as specified in Accounting Standard (AS 13) on "Accounting for Investments".

E. Inventories

Land other than that transferred to real estate projects under development is valued at lower of cost or net realizable value.

Real estate project under development includes cost of land under development, internal and external development costs, construction costs, and development/construction materials, borrowing costs and related overhead costs and is valued at lower of cost or net realizable value.

F. Revenue recognition

- i) Income from real estate projects advisory services is recognized on accrual basis. Marketing and lease management income are accounted for when the underline contracts are duly executed, on accrual basis when the services are completed, except in cases where ultimate collection is considered doubtful.
- ii) Revenue from real estate projects under development is computed on the percentage of completion method. Revenue is recognized in the financial year in which the agreement to sell or application forms(containing salient terms of agreement to sell) is executed, on the percentage of completion method which is applied on a cumulative basis in each accounting year to the current estimate of contract revenue and related project costs, when the stage of completion of each project reaches a significant level which is estimated to be at least 25% of the total estimated construction cost of the respective projects. Revenue from real estate projects under development for all projects commenced on or after April 1, 2012 or project where the revenue is recognized for the first time on or after the above date, is recognized in accordance with the Revised Guidance Note issued by the Institute of Chartered Accountants of India ("ICAI") on Accounting for Real Estate Transactions (Revised 2012).
The estimates of the saleable area and costs are reviewed periodically and effect of any changes in such estimates is recognized in the period such changes are determined. However, when the total project cost is estimated to exceed total revenues from the project, the loss is recognized immediately.

G. Operating Lease

Leases where the lessor effectively retains substantially all the risk and rewards of ownership of the lease item are classified as operating leases. Operating lease payments are recognized as expenses in the statement of Profit and Loss on straight line basis over the term of the lease.

H. Borrowing cost

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset (including real estate projects) are considered as part of the cost of the qualifying asset. Other borrowing costs are treated as period costs and charged to Statement of Profit and Loss as and when they are incurred.

I. Impairment

- (i) The carrying amounts of assets are reviewed at each Balance Sheet date when required to assess whether they are recorded in excess of their recoverable amounts, and where carrying values exceed this estimated recoverable amount, assets are written down to their recoverable amount.
- (ii) After impairment, depreciation is provided on the assets revised carrying amount over its remaining useful life.
- (iii) A previously recognised impairment loss is increased or decreased depending on change in circumstances. However, an impairment loss is not decreased to an amount higher than the carrying amount that would have been determined had no impairment loss been recognised.

J. Income taxes

- a) **Current Tax:** Provision for current Income Tax is made on the estimated taxable income using the applicable tax rates and tax laws.
- b) **Deferred Tax:** Deferred tax arising on the timing differences and which are capable of reversal in one or more subsequent periods is recognised using the tax rates and tax laws that have been enacted or substantially enacted. Deferred tax asset is not recognised unless there is a virtual certainty as regards to the reversal of the same in future years.
- c) **MINIMUM ALTERNATE TAX (MAT):** MAT paid in a year is charged to the Statement of Profit and Loss as current tax. The Group recognises MAT credit available as an asset only to the extent that there is convincing evidence that the Group will pay normal taxes during the specified period under the Income Tax Act, 1961. The Group reviews the 'MAT Credit Entitlement' asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

K. Earnings per share

Basic earnings per equity share are calculated by dividing the net profit / (loss) for the year attributable to equity shareholders (after deducting attributable taxes) by weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for event of fresh issue of shares to the public.

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

L. Segment Reporting

The Company does not have any geographical segments. As such there are no separate reportable segments as per the Accounting Standard 17 on "Segment Reporting" notified under Companies (Accounting Standard) Rules, 2014.

M. Employee Benefits:

The provisions of Provident Fund Act and Gratuity Act are not applicable to the Company since its staff strength is below the threshold limit specified under the statute.

N. Dividend:

A. The final dividend on shares is recorded as a liability on the date of declaration by the Company's Board of Directors.

O. Provisions, contingent liabilities and contingent assets

A provision is recognised when there is a present obligation as a result of a past event, that probably requires an outflow of resources and a reliable estimate can be made to settle the amount of obligation. Provision is not discounted to its present value and is determined based on the last estimate required to settle the obligation at the year end. These are reviewed at each year end and adjusted to reflect the best current estimate. Contingent liabilities are not recognised but disclosed in the financial statements. Contingent assets are neither recognised nor disclosed in the financial statements.

RELSTRUCT BUILDCON LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

Note: 23 OTHER NOTES

1. Contingent Liabilities not provided for : Rs. Nil (P.Y. Nil)

2. Capital & Other Commitment:

Estimated amount of contracts remaining to be executed on capital account and not provided for is Rs. Nil (P.Y. Rs. Nil).

3. In the opinion of the Board of Directors, Current Assets, Loans and Advances are of the value realizable in the ordinary course of business.

4. Auditor's Remuneration:

Particulars	2016-17	2015-16
Audit Fees	1,00,000	80,000
Service tax reimbursement	15,000	11,600
Total	1,15,000	91,600

5. CIF Value of Imports: Rs. Nil (P.Y. Nil)

6. Value of Imported and Indigenous Raw Materials and Stores and Components Consumed is Rs. Nil (P.Y. Nil)

7. Earning and Expenditure in Foreign Currency is Rs. Nil (P.Y. Nil)

8. Deferred tax Assets / (Liability):

Major components of Deferred tax assets/liabilities at the end of the year are as under:

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Deferred tax asset for the current year is not recognized in absence of virtual certainty of profits in near future.

9. Disclosure regarding Related Party Transactions as per Accounting Standard 18

Name of related parties and description of relationship

1	Key Management Personnel :	
a)	Mr. Chetan Mapara Director	Director
b)	Mrs. Darshana Mapara Director	Director
c)	c)Mr. Hemendra Mapara	Managing Director
d)	d)Mr. Veenit Mapara Director	Director

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

Note: 23 OTHER NOTES

2

Entities Controlled by Directors / Relative of Directors		
e)	Reliance Realtors Builders & Developers	Director's Partnership firm
f)	Reliance Enterprises	Director's Partnership firm
g)	Arihant Associates	Director's Partnership firm
h)	Darshil Enterprise	Relative of MD
i)	Adinath Enterprise	Director's Partnership firm
j)	Reliance Realtors	Director's Partnership firm
k)	Relstruct Infra Ltd	Common Directorship
l)	Relstruct Realtors Pvt Ltd	Common Directorship

The following transactions were carried out with the related parties in the ordinary course of business.

Sr. No.	Particulars	Relationship	2016-17 (Rs.)	2015-16 (Rs.)
1	Contribution towards Share Capital	1.a	114,00,000	-
2	Contribution towards Share Capital	1.b	142,50,000	-
3	Contribution towards Share Capital	1.c	125,20,000	-
4	Contribution towards Share Capital	2.k	37,95,000	-
5	Contribution towards Share Capital	2.j	136,35,000	-
6	Contribution towards Share Premium	1.a	136,80,000	-
7	Contribution towards Share Premium	1.b	171,00,000	-
8	Contribution towards Share Premium	1.c	150,24,000	-
9	Contribution towards Share Premium	2.k	45,54,000	-
10	Contribution towards Share Premium	2.j	163,62,000	-
11	Loan Taken	1.a	86,15,000	131,15,000
12	Advance given	1.a	-	151,04,060
13	Loan set off Against Share Capital	1.a	155,05,000	-
14	Loan Repayment	1.a	58,25,000	4,060
15	Contribution towards Share Capital return	2.j	3,000	-
16	Contribution towards Share Capital excess return	2.k	1,000	-
17	Advance received	2.j	40,000	-
18	Advance Repaid	2.j	40,000	-
19	Advance received	2.k	40,000	-
20	Advance Repaid	2.k	40,000	-
21	Loan Taken	1.b	6,50,000	120,50,000

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

Note: 23 OTHER NOTES

22	Loan Repayment	1.b	1,00,000	-
23	Loan set off Against Share Capital	1.b	163,50,000	-
24	Loan Taken	1.c	109,30,000	121,70,000
25	Loan set off Against Share Capital	1.c	150,44,000	-
26	Loan Repayment	1.c	81,25,000	-
27	Share application money received	2.j	-	300,00,000
28	Investment Made	2.d	41,90,000	-
29	Consultancy fees charged	2.h	47,15,000	19,46,500
30	Consultancy fees charged	2.i	35,65,000	9,78,975
31	Labour Charges paid	2.e	267,01,650	305,35,755
32	Labour Charges paid	2.f	31,92,057	165,55,570
33	Extra amount received against labour Charges	2.f	147,50,000	249,75,000
34	Advance given for labour charges	2.f	179,00,056	412,40,121
35	Lease Deposit paid	1.a	-	150,00,000
36	Lease Deposit paid	1.b	-	159,00,000
37	Lease Deposit paid	1.c	-	141,00,000
38	Rent Paid	1.a	4,00,000	1,00,000
39	Rent Paid	1.b	4,00,000	1,00,000
40	Rent Paid	1.c	4,00,000	1,00,000
41	Directors Remuneration	1.a	3,53,600	-
42	Directors Remuneration	1.c	4,25,000	-
43	Directors Remuneration	1.d	2,82,278	-

Balances outstanding as on 31st March

Sr.No.	Particular	Relationship	2016-17 (Rs.)	2015-16 (Rs.)
1	Loan Taken	1.a	36,54,155	163,69,155
2	Loan Taken	1.b	9,10,000	163,50,000
3	Loan Taken	1.c	35,41,000	154,20,000
4	Loan Taken	2.g	3,00,000	3,00,000
5	Share application money received	2.J	-	300,00,000
6	Consultancy fees recd	2.h	44,01,500	17,76,500
7	Consultancy fees recd	2.i	41,48,475	8,93,475
8	Lease Deposit	1.a	150,00,000	150,00,000
9	Lease Deposit	1.b	159,00,000	159,00,000
10	Lease Deposit	1.c	141,00,000	141,00,000

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

Note: 23 OTHER NOTES

10. **Earnings Per Share (EPS):**
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11. **Employee Benefits:**
The provisions of Provident Fund Act and Gratuity Act are not applicable to the Company since its staff strength is below the threshold limit specified under the statute.
12. **Disclosure for operating leases under Accounting Standard 19 – “Leases”**
- The Company has taken its Office Premises under Lease agreement.
 - The agreement is generally not cancellable and therefore the lease payable as per the agreement is per financial year is Rs.12,00,000/-
13. The Company has not received any intimation from the suppliers regarding the status under Micro, Small and Medium Enterprises Development Act, 2006 (“the Act”) and hence details regarding a) Amounts due and Outstanding to suppliers as at end of the year b) Interest paid during the year and c) Interest payable at the end of the year and d) Interest accrued and unpaid at the end of the year, have not been given.
14. During the year, the Company had Specified Bank Notes (SBNs) or other denomination notes as defined in the MCA notification, G.S.R. 308(E), dated March 31, 2017. The details of SBNs held and transacted during the period from November 8, 2016 to December 30, 2016, the denomination wise SBNs and other notes as per the notification are as follows:

Particulars	SBNs	Other Denomination Note	Total
Closing balance as on November 8, 2016	20,24,000	2,238	20,26,238
Add: Permitted Receipts	-	-	-
Add: Amount Withdrawn from Bank in Bank	-	1,60,000	1,60,000
Less: Permitted payments		- 1,475	-1,475
Less: Amount Deposits in Bank	- 20,24,000		- 20,24,000
Closing balance as on December 31, 2016	-	1,60,763	1,60,763

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

Note: 23 OTHER NOTES

15. Dividend:

The Board, in its meeting held on May 29, 2017, has recommended a final dividend of Rs.0.05 per share for the financial year ended March31, 2017. The dividend is subject to the approval of shareholders at the ensuing Annual General Meeting to be held on 29th September, 2017. The dividend appropriation (excluding dividend tax) for the current year is Rs.7,33,550/- (Previous Year Rs. Nil).

16. Previous year's figures have been re-arranged, re-grouped, re-calculated and re-classified wherever necessary.

The Notes referred to above form an integral part of the statements of Accounts.

As per our report of even date
For R.M.Ajgaonkar & Associates.
ICAI Firm Registration No. 117247W
Chartered Accountants

For and on behalf of Board of Directors of
Relstruct Buildcon Limited

Komal Sevak
Proprietor
Membership No. 143865
Place: Mumbai
Date : 29th May, 2017

Company Secretary

Director

Director

Place: Mumbai
Date : 29th May, 2017



FORM No. MGT-11

PROXY FORM

(Pursuant to section 105(6) of the companies Act, 2013 and rule 19(3) of the companies

(Management and Administration) Rules, 2014)

Date- 29th September, 2017

Name of the Company: Relstruct Buildcon Limited

CIN: U70200MH2014PLC254148

Registered office: B/201-202, 2nd Floor, Sunshine Plaza Subhash Lane, Malad East, Mumbai-400097.

022-28896386/28809617, email id- contact@relstructbuildcon.com, website www.relstructbuildcon.com

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:

Address:

E-mail Id:

Signature _____ or failing him

2) Name:

Address:

E-mail Id:

Signature _____ or failing him

3) Name:



Address:

E-mail Id:

Signature _____ or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Third Annual General Meeting of the company, to be held on Friday, 29th September, 2017 at 2.00 PM at the Registered Office of the company at B/201-202, 2nd Floor, Sunshine Plaza Subhash Lane, Malad East, Mumbai-400097 and at any adjournment thereof in respect of such resolutions as are indicated below:

ORDINARY BUSINESS

1. To consider and adopt Audited Financials.
2. To declare dividend of Rs. 0.05 per fully paid up equity shares of Rs. 10/- each for the financial year 2016-2017.
3. To appoint auditors and fix their remuneration and in this regard to consider and, if thought fit, to pass with or without modification(s), following resolution as an Ordinary Resolution.
4. Regularization of Appointment of Additional Director as a Director Ms. Mansi Gajjar
5. Regularization of Appointment of Additional Director as a Director Mr. Gaurang Hemchandra Chury.

Signed this _____ day of September, 2017

Signature of Shareholder

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.



Attendance Slip of Annual General Meeting

Relstruct Buildcon Limited

Registered Office: B/201-202, 2nd Floor, Sunshine Plaza Subhash Lane, Malad East, Mumbai-400097

ATTENDANCE SLIP

03rd Annual General Meeting, Friday, 29th September, 2017 at 02.00 P.M.

Regd. Folio No. _____/DP ID _____ Client ID/Ben. A/C _____ No. of shares held _____

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 03rd Annual General Meeting of the Company on Friday, 29th September, 2017 at 02.00 p.m at B/201-202, 2nd Floor, Sunshine Plaza Subhash Lane, Malad East, Mumbai-400097.

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.



Form No. MGT-12

Polling Paper

[Pursuant to Section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the companies

(Management and Administration) Rules, 2014]

Name of the Company: Relstruct Buildcon Limited				
Registered Office: B/201-202, 2nd Floor, Sunshine Plaza Subhash Lane, Malad East, Mumbai-400097				
BALLOT PAPER				
SR.No.	Particulars	Details		
1.	Name of the First Named Shareholder (In block letters)			
2.	Postal address			
3.	Registered folio No. / *Client ID No.(Applicable to investors holding Shares in dematerialized form)			
4.	Class of Share			
I hereby exercise my vote in respect of Resolutions enumerated below by recording my assent or dissent to the said Resolutions in the following manner:				
SR.No.	Item No.	No. of shares held by	I assent to the Resolutions	I dissent from the Resolutions
ORDINARY BUSINESS				
1	To consider and adopt Audited Financials			
2	To declare dividend of Rs. 0.05 per fully paid up equity shares of Rs. 10/- each for the financial year 2016-2017			
3	To appoint auditors and fix their remuneration and in this regard to consider and,			

	if thought fit, to pass with or without modification(s), following resolution as an Ordinary Resolution .			
4	Regularisation of Appointment of Additional Director as a Director of Ms. Mansi Gajjar			
5	Regularisation of Appointment of Additional Director as a Director of Mr. Gaurang Hemchandra Chury			