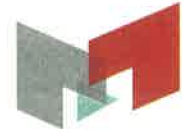


26th November, 2020



MANJEERA
Life Elevated

To,
The General Manager,
Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001

BSE Scrip Code: 533078

Dear Sir,

Subject: Submission of Notice of the 33rd Annual General Meeting and Annual Report for the FY 2019-20 under Regulation 30 and 34 of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform that the 33rd Annual General Meeting of the members of the Company will be held on Saturday, 19th December, 2020 at 10:00 A.M through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) without the physical presence of the Members at a common venue in compliance with General Circular No. 14/2020, 17/2020, 20/2020 issued by Ministry of Corporate Affairs (MCA Circulars) to transact the business as set out in the Notice convening the 33rd AGM.

Pursuant to Regulation 34(1) and Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company along with the Notice of 33rd Annual General Meeting for the Financial Year 2019-20 which are sent to the Members by e-mail. The Annual Report for the financial year 2019-20 is also available on the website of the Company i.e., www.manjeera.com.

Further, in terms of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 (as amended), and Regulation 44 of SEBI Listing Regulations, 2015, the Company will provide to its members the facility to cast their vote(s) on all resolutions set forth in the Notice by electronic means (“e-voting”) or voting through electronic means during the AGM, on the businesses specified in the Notice convening the 33rd AGM of the Company.

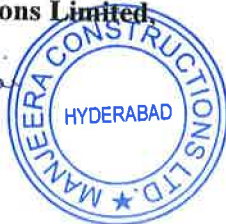
This is for your information and record.

Thanking You,

Yours Sincerely,

For Manjeera Constructions Limited,


CH N V Rambabu
Company Secretary



Encl: a/a

Manjeera Constructions Ltd.

711, Manjeera Trinity Corporate, JNTU – Hitech City Road, Kukatpally, Hyderabad – 500 072,

CIN : L45200AP1987PLC007228

Ph: +91 40 66479647 / 66479664, E-mail : info@manjeera.com, www.manjeera.com

ANNUAL
REPORT

2019-20



STRONG ROOTS
**Delivering
Dreams**



MANJEERA
Life Elevated



Chairman's Message

Dear Shareholders,

I extend my warm greetings to you! We are in the midst of one of the unprecedented times due to COVID-19 and I hope you are taking adequate health precautions and are safe.

It gives me immense pleasure to share the financial highlights of your Company during the financial year 2019-20.

The financial year 2019-20 was a difficult year for Indian real estate due to a challenging regulatory and macro-economic environment. This was compounded by the unprecedented impact of the COVID-19 pandemic that made its entry at the end of this financial year. The worldwide epidemic is still spreading, and its real impact will be felt in the next financial year. Like all other sectors of the economy, real estate too will be adversely impacted due to the pandemic. In an already slowing economy, the pandemic COVID-19 has brought unprecedented challenges. We at Manjeera have taken the required steps to mitigate the effect and are getting ready to face the situation. Keeping our inherent strengths in mind and our capacity to face challenges, we are confident of emerging stronger from this situation.

Operational Performance Overview

The financial year 2019-20 has been one of satisfactory growth for your Company.

The Revenue from operations standalone basis increased to 9,690.81 Lacs as against ₹7672.75 Lacs in the previous year – a growth of 26.30%. The Cost of goods sold as a percentage to revenue from operation increased to 87.47% as against 86.33% in the previous year. The Employee cost as percentage to revenue from operation increased to 3.00% (₹291.18 lacs) as against 3.77% in the previous year (₹288.98 Lacs). The Profit after Tax for the current year is ₹12.90 Lacs as against ₹274.41 Lacs in the previous year. The decrease in profit is due to decrease in Other income (Interest and other Income) to the extent of ₹407.57 Lacs, increase in Finance cost to the extent of ₹74.51 Lacs.

On a consolidated basis, the Company, its subsidiaries and associate Companies, achieved operating revenue of ₹23,497.02 Lacs as against ₹23454.22 Lacs – a growth of 0.18%. Total comprehensive income for the year attributable to non-controlling interest for the group for the current year is ₹12.03 Lakhs as against (366.67) Lakhs in the previous year.

We were able to achieve this despite a tough macroeconomic environment and the pandemic impact towards the end of the financial year. Consequent to the lockdown declared by the Central and State Governments on March 23,

2020, Group suspended the operations in compliance. COVID-19 has impacted the normal business operations of the Group by way of interruptions in project disruptions, supply chain disruptions, unavailability of personnel, closure of malls let out on etc. during the lock down period.

The Central and State Governments have initiated steps to lift the lockdown and the Group will adhere to the same as it reassumes its activities. Construction at sites already restarted. We believe that it is too early to gauge the full impact of this event on the industry, however, given the uncertainties, the Group will continue to closely observe the evolving scenario and take into account any future developments arising out of the same.

The Projects

The Company has obtained all required approvals from the concerned authorities to develop apartments complex by name “Newyork” at “Allasandra” near Yalahanka in Bangalore City on development basis. The project involves development of 5.61 Lakh SFT of total area tentatively (including the land owners share).

The work on this is expected to start soon after the financial closure is achieved. The Company, through its associate (Vasavi Realtors LLP) has started the works on residential project called “Lake City” at ‘Hafeezpet’, in Hyderabad - on development basis – and the Project work is going on smoothly as envisaged. The project involves development of residential apartments for a total area of about 30 Lakhs SFT.

Our Strengths

At Manjeera, we have always embraced challenges and capitalized on opportunities; this has been made possible thanks to our continued focus on technology, sustainability, quality, and by fostering an inclusive work culture. Our developments are conceptualized based on the needs of our customers. Our ability to foresee opportunities across market segments has allowed us to strategically scale-up our business and create strong and enduring value for all our stakeholders.

Safety, Health & Environment

Compliance of Health, Safety and Environment is one of the primary objectives. Our employee welfare initiatives continue to boost the morale of the employees and their commitment towards their work.

Your Company continues to dedicate itself to contribute to the community. Our CSR efforts touch many lives through our various philanthropic programs. Your company is working on areas like empowerment through education, employment, and entrepreneurship through ‘Vasavi Foundation for Empowerment’ – it will access each individual’s needs, and will provide financial support for Education, Employment, Skill Development, Talent Development etc.

Employees

The Company’s Human Resource philosophy is to establish, build and retain a strong performance and competency driven culture with greater sense of accountability and responsibility. The Company has been focused to create an environment that assists the employees to enhance their sense of pride in what they are doing thereby contributing to better productivity. The Company through its effective HR policies and systems has always encouraged its workers to innovate and apply new ideas so as to achieve quantum leaps in both size and scale of operations. The Company believes that its real strength lies in the commitment and quality of its people. Employees are provided opportunity to grow and prosper. Industrial relations remained stable throughout the financial year 2019-20.

Thank you

Along with my entire Leadership Team, I would like to thank our Board Members, valued customers, shareholders, business associates, suppliers and all other stakeholders for the trust and confidence they have shown in us over the years. We shall make continuous efforts to face future challenges and sustain growth momentum for profitable growth. Let us grow together and build a great future.

Best wishes

G Yoganand

Chairman and MD

Completed Projects

MANJEERA
TRINITY
CORPORATE




MANJEERA
MALL

MANJEERA
DIAMOND
TOWERS



MANJEERA
TRINITY
HOMES



MANJEERA
majestic
HOMES

MANJEERA
majestic
COMMERCIAL



Purple
town
premium villas from Manjeera

Upcoming Projects



Manjeera Monarch, Vijayawada



Newyork by Manjeera at Bangalore



Vasavi Lake City, Hafeezpet

Board of Directors

Mr. G. Yoganand
Managing Director

Mr. K. Krishna Murty
Independent Director

Mr. DLS Sreshti
Independent Director

Mr. Sudhakar Gande
Independent Director
(w.e.f 29.06.2020)

Mr. G. Vivekanand
Additional Director
(w.e.f 29.06.2020)

Ms. G. Veena
Director

Mr. P R R V V N E Prasad Raju
Chief Financial Officer (CFO)
(upto 09.07.2020)

Ms. Archana Yanamandra
Chief Financial Officer (CFO)
(w.e.f 14.09.2020)

Mr. CH N V Rambabu
Company Secretary & Compliance Officer
(w.e.f 29.06.2020)

Audit Committee

Mr. DLS Sreshti
Mr. K. Krishna Murty
Ms. G. Veena

Nomination & Remuneration Committee

Mr. DLS Sreshti
Mr. K. Krishna Murty
Ms. G. Veena

Stakeholders Relationship Committee

Mr. K. Krishna Murty
Mr. DLS Sreshti
Ms. G. Veena

Corporate Social Responsibility Committee

Mr. K. Krishna Murty
Mr. DLS Sreshti
Mr. G. Yoganand

Statutory Auditors

M/s. M. Bhaskara Rao & Co.,
Chartered Accountants,
Hyderabad

Secretarial Auditor

R & A Associates
Company Secretaries, Hyderabad

Principal Banker

Punjab National Bank

Registered Office

#711, Manjeera Trinity Corporate,
JNTU-Hitech City Road,
Kukatpally, Hyderabad-500072
Ph: +91-40-66479600 / 66479647
Email: cs@manjeera.com
Website: www.manjeera.com

Registrar & Share Transfer Agents

M/s. XL Softech Systems Limited
Plot No. 3, Sagar Society, Banjara Hills
Road No. 2, Hyderabad – 500034
Ph: +91-40-23545913/14/15
Fax: +91-40-23553214
Email: xlfield@gmail.com
Website: www.xls Softech.com
Contact Person: Mr. Ram Prasad

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Notice to Members

Notice is hereby given that the 33rd Annual General Meeting of the Members of “**Manjeera Constructions Ltd**” will be held on Saturday, 19th December, 2020 at 10.00 a.m. through Video Conferencing (VC) facility/Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

Item No.1 – Adoption of Financial Statements

To consider and adopt:

- a. Audited Financial Statements of the Company for the financial year ended March 31, 2020 together with reports of the Board of Directors (“the Board”) and Statutory Auditors thereon.
- b. Audited Consolidated Financial Statements of the Company for the financial year 31st March, 2020 together with the reports of Statutory Auditors thereon.

Item No.2 – Re-Appointment of Ms. Gajjala Veena as Director of the Company

To consider the reappointment of Ms. Gajjala Veena, who retires by rotation and being eligible, offers herself for re-appointment as a Director and in this regard, pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Ms. Gajjala Veena (**DIN: 06380343**), who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

Item No.3 – Re-Appointment of M/s. M. Bhaskara Rao & Co., as Statutory Auditors of the Company:

To consider the re-appointment of the current auditors, M/s. M. Bhaskara Rao & Co., Chartered Accountants (Firm Registration No: FRN 000459S), as the Statutory Auditors of the company and to fix their remuneration and to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to section 139,142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force) and considering the recommendations of the Audit Committee, M/s M. Bhaskara Rao & Co. (Firm Registration No. FRN- 000459S) be and are hereby appointed as the Statutory Auditors of the Company for a second term of 5 (Five) consecutive years, to hold office from the conclusion of this 33rd Annual General Meeting (“AGM”) till the conclusion of 38th AGM of the Company, on such remuneration including out of pocket expenses and other expenses as may be mutually agreed by and between the Board of Directors in consultation with the Auditors.

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized for and on behalf of the Company to file all necessary forms with the Registrar of Companies and to take all necessary steps and to do all such acts, deeds, matters and things which may be deemed necessary for giving effect to the above resolution.

SPECIAL BUSINESS:

Item No.4 – Re-appointment of Mr. Gajjala Yoganand as Chairman & Managing Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolutions as Special Resolutions:

“**RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee, approval of the Board of Directors and pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions if any, read with Schedule V of the Companies Act, 2013 (‘Act’) and pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and any subsequent amendment / modification in the Rules, Act and/or applicable laws in this regard, the approval of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Gajjala Yoganand (DIN 00850735), as Chairman & Managing Director of the Company for a period of 5 (five) years with effect from 01st October, 2020 upto the period ended 30th September, 2025 for such remuneration, terms and conditions as mentioned in the draft agreement to be entered into between the Company and Mr. Gajjala Yoganand, a draft whereof duly initiated by the Chairman for the purpose of identification as placed before this meeting, which Agreement is hereby specifically approved with powers to the Board of Directors (which term shall be deemed to include any committee thereof for the time being and from time to time, to which all or any of the powers hereby conferred on the Board by this resolution may have been delegated) to alter, amend, vary and modify the terms and conditions of the said re-appointment and remuneration payable from time to time as they deem fit in such manner as may be agreed upon by the Board of Directors and Mr. Gajjala Yoganand.

1. Term of Appointment:

With effect from 01st October, 2020 to 30th September, 2025

2. Remuneration:

- I. Fixed Cost to Company (CTC): upto ₹7,00,000/- per month with increments as may be decided by the Board of Directors from time to time.

II. Commission:

In addition to the fixed compensation as aforesaid, a commission, as may be decided by the Board of Directors at the end of each financial year calculated with reference to the net profits of the Company, subject to the overall ceiling stipulated in Sections 197, 198 read with Schedule V of the Companies Act, 2013 (including any subsequent amendment / modification in the Rules, Act and/or applicable laws in this regard) shall also be payable.

3. Minimum Remuneration:

The Minimum Remuneration is subject to the limit of 5% of the Annual Net Profits of the Company and subject to the overall limit of 10% of the Annual Net Profits of the Company on the remuneration of Managing Directors / Whole-Time Director / Manager of the Company taken together as per Section 197 of the Companies Act, 2013 and Rules made thereunder or such higher percentage of net profits of the Company as may be prescribed from time to time (including any subsequent amendment(s) and/or modification(s) in the Rules, Act and/or applicable laws in this regard). Provided, however, that in the event of absence or inadequacy of profits in any financial year during the currency of tenure of service of Managing Director, the payment of salary, allowances, perquisites and all other payments shall be governed by the limits prescribed under Schedule V of the Companies Act, 2013 or any subsequent amendments or modifications made thereto, as may be decided by the Board of Directors, subject to necessary sanctions and approvals, if required.

4. Overall Remuneration:

Where in any financial year during the currency of tenure of the managing director, the company has no profits or its profits are inadequate, it pay remuneration to the managing director not exceeding, the limits specified under Schedule V of the Companies Act, 2013

The total remuneration to the Managing Director may exceed 5% of the net profits of the Company as calculated under Section 198 of the Companies Act, 2013, however the remuneration payable by the Company shall be within the prescribed limits of total managerial remuneration payable to all Managing Director / Whole-Time Director / Manager in aggregate under Section 197 read with Schedule V of the Companies Act, 2013 or such higher percentage of net profits of the Company as may be prescribed from time to time (including any subsequent amendment(s) and/or modification(s) in the Rules, Act and/or applicable laws in this regard). The total managerial remuneration payable by the Company, to the directors, including managing director and whole-time director and manager, in respect of any financial year may exceed 11% of the net profits of the Company as calculated under Section 198 of the Companies Act, 2013.

5. Other Terms and Conditions:

- a. shall be vested with substantial powers of the management subject to the supervision, control and direction of the Board.
- b. designated as Chairman & Managing Director of the Company, no sitting fees will be paid to him for attending the meetings of the Board of Directors or Committee thereof.
- c. shall be liable to retire by rotation whilst he continues to hold office of Managing Director; however his retirement will not break his length of service.
- d. shall be entitled to the reimbursement of expenses actually and properly incurred by him, in the course of legitimate business of the Company and traveling, hotel and other expenses incurred by him in India and abroad, exclusively on the business of the Company.
- e. the Office shall be liable to termination with 3 months' notice from either side.
- f. the terms and conditions of the said re-appointment and/or agreement may be altered, amended, varied and modified from time to time by the Board or Committee thereof as it may be permissible and if deem fit, within the limits prescribed in Schedule V to the Companies Act, 2013 or any subsequent amendments or modifications made thereto."

"RESOLVED FURTHER THAT notwithstanding to the above, in the event of any loss or inadequacy of profits in any financial year of the Company during the tenure of Shri Gajjala Yoganand as Chairman & Managing Director of the Company, the remuneration payable to him shall be in accordance with the limits prescribed in Schedule V read with Sections 196 and 197 to the Companies Act, 2013.

"RESOLVED FURTHER THAT Shri Gajjala Yoganand, Chairman & Managing Director of the Company be and is hereby authorised, empowered and vested with the substantial powers of the Management of the Company for carrying out the affairs and activities of the Company."

"RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised 'Committee' thereof) be and is hereby authorised to enter into an Agreement (including any revision in terms and conditions of aforesaid re-appointment and/or agreement, if required) on behalf of the Company with Shri Gajjala Yoganand, in terms of the aforesaid draft agreement."

"RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised 'Committee' thereof) be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution."

Item No. 5. Regularization of appointment of Mr. Sudhakar Gande as a Director

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

“RESOLVED THAT pursuant to the provisions of Section 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to recommendation of the Nomination and remuneration committee, Mr. Sudhakar Gande (DIN: 00987566) who was appointed as an Additional Director of the Company, categorised as Independent, by the Board of Directors with effect from 29th June, 2020, in terms of Section 161 of the Companies Act, 2013 and who meets the criteria of independence as provided in Section 149(6) of the Act and rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, has submitted a declaration to that effect and who is eligible for appointment as an Independent director of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company with effect from 29th June, 2020 to hold office up to 28th June, 2025, not liable to retire by rotation.”

RESOLVED FURTHER THAT Mr. G Yoganand, Managing Director of the Company, be and is hereby authorized to file necessary returns / forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

Item No.6. Regularization of appointment of Mr. Gajjala Vivekanand 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 Sections 152 and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the Articles of Association and pursuant to the recommendation of the Nomination and Remuneration Committee, Mr. Gajjala Vivekanand (DIN: 02872026), who was appointed as an Additional Director pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company with effect from 29th June, 2020, be and is hereby appointed as a Director of the Company liable to retire by rotation.

RESOLVED FURTHER THAT Mr. G Yoganand, Managing Director of the Company, be and is hereby authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

By order of the Board of Directors
Manjeera Constructions Limited

Place: Hyderabad
Date: 12.11.2020

CH N V Rambabu
Company Secretary
(ACS-44763)

NOTES:

- 1) The statement pursuant to Section 102(1) of the Companies Act, 2013 and the Rules made thereunder in respect of the special business set out in the notice, Secretarial Standard on General Meetings (SS-2), wherever applicable, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations) wherever applicable, are annexed hereto.
- 2) In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the AGM through VC / OAVM, without the physical presence of the members at a common venue. Further, Securities and Exchange Board of India (“SEBI”) vide its Circular dated May 12, 2020 (“SEBI Circular”) has also granted similar relaxations in relation to holding of the AGM through VC / OAVM. In compliance with the provisions of the Companies Act, 2013 (“the Act”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) and MCA Circulars, the 33rd AGM of the Company will be held through VC / OAVM on Saturday, 19th December, 2020 at 10.00 a.m (IST). The deemed venue for the AGM shall be the Registered Office of the Company.
- 3) Pursuant to the provisions of Section 108 of the Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations (as amended) and the MCA Circulars, the Company is providing facility of remote e-voting as well as voting during the AGM to its members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (‘CDSL’) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as voting during the AGM will be provided by CDSL.
- 4) The Register of Members and Share Transfer Books of the Company shall remain closed from Friday, 11.12.2020 to Friday 18.12.2020 (both days inclusive).
- 5) Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy form and Attendance slip are not annexed to this notice.
- 6) Since the AGM will be held through VC / OAVM, the route map is not annexed to this notice.
- 7) The members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the meeting by following the procedure mentioned in the notice. The members will be able to view the proceedings on the CDSL’s e-Voting website at www.evotingindia.com. The detailed instructions for joining the meeting through VC / OAVM form part of the notes to this notice.
- 8) Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 9) In compliance with the aforesaid MCA and SEBI Circulars, notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those members whose email addresses are registered with the Company / Depositories. Members may note that the notice and Annual Report 2019-20 will also be available on the Company’s website <https://www.manjeera.com/investors.html>, website of the Stock Exchange i.e., BSE Limited and on the website of CDSL at [https:// www.evotingindia.com](https://www.evotingindia.com).
- 10) As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company’s Registrars and Transfer Agents, M/s. XL Softech Systems Limited for assistance in this regard.
- 11) Retirement of directors by rotation:

Ms. Veena Gajjala, Non-executive Director of the Company, retires by rotation at the ensuing annual general meeting and, being eligible, offers herself for re-appointment.

The Board of directors commends the re-appointment of Ms. Veena Gajjala as a director, liable to retire by rotation.
- 12) The statutory registers including register of directors and key managerial personnel and their shareholding, the register of contracts or arrangements in which directors are interested maintained under the Companies Act, 2013 and all other documents referred to in the notice will be available for inspection in electronic mode. Members who wish to inspect the register are requested to write to the company by sending e-mail to cs@manjeera.com
- 13) Members are requested to intimate the Registrar and Share Transfer Agents i.e., M/s. XL Softech Systems Limited (RTA), Plot No. 3, Sagar Society, Banjara Hills, Hyderabad - 500 034, immediately of any change in their address in respect of equity shares held in physical mode and to their Depository Participants (DPs) in respect of shares held in dematerialized form.
- 14) Pursuant to the provisions of Section 72 of Companies Act, 2013, shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form-SH-13 (which will be made available on request) to the Registrar & Share Transfer Agents, **M/s. XL Softech Systems Limited**.
- 15) The Ministry of Corporate Affairs, Government of India has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the Companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its Members. In line with the Ministry’s direction your Company intends to send all future communication to members by e-mail including Notices, Annual Report etc., to the e-mail address you have already registered with your respective Depository

Participants (DPs). In case you are yet to register your e-mail address, please update the same with your DP. Members holding shares in physical form may register their e-mail address either with the Company or with the Registrar & Share Transfer Agent (RTA) of the Company viz. **M/s. XL Softech Systems Limited, Hyderabad**. If the e-mail addresses are already registered with the respective DPs/RTA of the Company by the shareholders, it is requested to ensure that registered e-mail ids are current, operative and all the addressed correspondences are received through it.

- 16) All NRI Members of the Company are hereby requested to get their Indian Postal addresses, e-mail ids and bank details with their NRI/NRE account nos. registered with their respective DPs/RTA of the Company, so as to facilitate to provide smooth, faster, cost effective and proper service to them by the Company.
- 17) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ RTA.
- 18) Pursuant to Section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in form no. SH-13, to the RTA of the company. Further, members desirous of cancelling/varying nomination pursuant to the Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in form no. SH-14, to the RTA of the company. These forms will be made available on request.
- 19) All dividend remaining unclaimed/unpaid for a period of seven years from the date it became due for payment, will be transferred to the Investor Education and Protection Fund established by the Central Government.

The details of dividend paid for the financial year 2012-13 onwards are given below:

| Financial Year | Date of Declaration of Dividend | Due date to transfer to IEPF |
|----------------|---------------------------------|------------------------------|
| 2012-13 | 30.09.2013 | November, 2020 |

Members who have not yet encashed their dividend warrant(s) for the year 2012-13 and /or any subsequent year(s) are requested to write to the Company for revalidation of dividend warrants before such unclaimed dividend is transferred to the Investor Education and Protection Fund without any delay.

- 20) Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The e-voting period will commence from 9.00 a.m. (IST) on 16.12.2020 and will end at 5.00 p.m. (IST) on 18.12.2020. During this period, members holding shares either in physical form or in dematerialized form, as on Thursday, December 10, 2020 i.e., cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Those members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the resolution through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

The members who have cast their vote by remote e-voting prior to the AGM may also participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.

The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereunder:

Instructions for e-voting and joining the AGM are as follows:

A. Instructions for Remote E-voting:

1. The remote e-voting period commences on Wednesday, December 16, 2020 (9:00 a.m. IST) and ends on Friday, December 18, 2020 (5:00 p.m. IST).

B. Instructions for Members for Attending the Agm through VC / OAVM are as under:

- a. Members will be able to attend the AGM through VC / OAVM or view the live webcast of AGM provided by CDSL at [https:// www.evotingindia.com](https://www.evotingindia.com) by using their remote e-voting login credentials and selecting the EVEN for Company's AGM. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and password may retrieve the same by following the remote e-voting instructions mentioned in the notice. Further members can also use the OTP based login for logging into the e-voting system of CDSL.
- b. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for members on first come first served basis.
- c. Members may join the meeting through Laptops, Smartphones, Tablets and iPads for better experience. Further, members will be required to use Internet with a good speed to avoid any disturbance during the meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from mobile devices or Tablets or through Laptops connecting via mobile hotspot may experience audio / video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.

- d. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the 33rd AGM, from their registered e-mail address, mentioning their name, DP ID and Client ID number / folio number and mobile number, to reach the Company's e-mail address at cs@manjeera.com before 3:00 p.m. (IST) on December 15, 2020. Such questions by the members shall be suitably replied by the Company
- e. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number at cs@manjeera.com from December 11, 2020 (9:00 a.m. (IST)) to December 15, 2020 (3:00 p.m. (IST)). Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

PROCEDURE FOR E-VOTING:

Share holders who wish to opt for e-voting can cast their vote by logging on to the CDSL website: <https://www.evotingindia.com> and follow the procedure to login to e-voting website as given below by CDSL for the information of the members:

Log on to the e-voting website www.evotingindia.com

- (i) Click on "Shareholders" tab.
- (ii) Now, select the "**Manjeera Constructions Ltd.**" from the drop down menu and click on "SUBMIT"
- (iii) Now Enter your User ID –
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

| For Members holding shares in Demat Form and Physical Form | |
|--|--|
| PAN* | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) |
| DOB# | Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format. |
| Dividend Bank Details# | Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. |

* Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (**Available on the Address label pasted in the cover and / or in the e-mail sent to the members**) in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ram Kumar with sequence number 1 then enter RA00000001 in the PAN field.

Please enter any one of the details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the relevant EVSN for the Manjeera Constructions Ltd.
- (xi) On the voting page, you will see "**RESOLUTION DESCRIPTION**" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

- (xvi) If Demat account holder has forgotten the changed password then, Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-voting can be downloaded from google play store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xviii) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates. After receiving the login details they have to link the account(s) which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the Scrutinizer to verify the same.
- (xix) The voting period begins on 16.12.2020 at 9.00 A.M. (IST) and ends on 18.12.2020 at 5.00.P.M. (IST) During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the 10.12.2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- (xx) Since the Company is required to provide members facility to cast their vote by electronic means, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 10.12.2020 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
- (xxi) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on record date of 11.12.2020 for e-voting purpose.
- (xxii) Mr. G Raghu Babu, Company Secretary in whole –time practice, Partner, R & A Associates, Company Secretaries, Hyderabad (Membership No.F4448 & Certificate of Practice No.2820) or due to his pre-occupation, Mr. P. Surya Prakash, Company Secretary in whole time practice, Senior Associate, R& A Associates, Company Secretaries, Hyderabad (Membership No F9072 & Certificate of Practice No. 11142) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (xxiii) The Scrutinizer shall
- Immediately after the conclusion of voting at general meeting, first count the votes
 - Unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company
 - Not later than three days of conclusion of the meeting, make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing who should countersign the same.

The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.manjeera.com and on the website of CDSL immediately after the result is declared by the chairman. Simultaneously forward the results to the concerned stock exchange and the stock exchange should place the results on its website.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

By order of the Board of Directors
Manjeera Constructions Limited

Place: Hyderabad
Date: 12.11.2020

CH N V Rambabu
Company Secretary
(ACS-44763)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4:

Re-appointment of Shri Gajjala Yoganand as Chairman & Managing Director of the Company w.e.f. 01st October, 2020 till 30th September, 2025

Shri Gajjala Yoganand, aged about 61 years, is a post-graduate in structural engineering from Indian Institute of Science, Bangalore and a graduate in Civil engineering from Osmania University, Hyderabad and has diversified experience & expertise in real estate development, which contributed in making the group as one of the fastest growing group in South India with a rich experience in the real estate sector for more than 3 decades. He has successfully completed a Business Leadership Program at the Indian Institute of Management, Bangalore in 2013. He promoted M/s. Matrix Design Engineers, a civil engineering consultancy firm in 1985. He designed about 150 Buildings & Industries, some of the prominent buildings in Hyderabad being Hotel Amrutha Castle, Lingapur La Builda, Amrutha Ville etc. He was nominated by the Central Government as a member of the Board of Governors of Indian Institute of Technology (IIT), Tirupati for a period of 3 years from July 2018. He was elected as a Member of the Board of Governors and Society of Indian Institute of Management for a period of 5 years from Sep 2017 and Nominated by the President of India as a Chairperson of the Board of Governors of National Institute of Technology (NIT), Calicut for a period of 3 years from September 2020 and also member of the Technical Advisory Group (TAG) of National Urban Livelihood Mission (NULM) at the National Level and member of the All India Board of Undergraduate Studies in Engineering & Technology by All India Council for Technical Education (AICTE), a Statutory Body of the Government of India constituted for a period of 3 years from 11-05-2016. He was also an Advisor of the "Infrastructure, Real Estate & Smart Cities Committee for the year 2020-21 of FTCCI.

He also holds Directorships in other companies namely Manjeera Hotels and Resorts Private Limited, Manjeera Retails Holdings Private Limited, Manjeera Estates Private Limited, Gajjala Investments and Holdings Private Limited, Aashraya Hotels and Estates Private Limited, GM Infra Ventures Private Limited, Vasavi Foundation for Empowerment, Manjeera Hospitality (Rajahmundry) Private Limited, Manjeera Hospitality (Vijayawada) Private Limited, Manjeera Hospitality (Amaravati) Private Limited and Manjeera Developers Pvt Ltd. He is related with Mr. Gajjala Vivekanand and Ms. Gajjala Veena, Directors of the Company. As on 31st March, 2020, he holds 68,50,946 equity shares of ₹10/- each of the Company.

Shri Gajjala Yoganand, Managing Director of the Company was re-appointed pursuant to provisions of Sections 196, 197, 203 read with Schedule V to the Companies Act, 2013 {corresponding Sections 198, 269, 309 & 310 read with Schedule XIII of the erstwhile Companies Act, 1956} by the Members in the 28th Annual General Meeting held on 30th September, 2015 for a period of 5 (five) years with effect from 30th September, 2015 to 30th September, 2020. Further, variation in the terms of appointment and revision in terms of remuneration of Shri Gajjala Yoganand was considered and approved by the Members in the 31st Annual General Meeting held on 29th September, 2018 and 32nd Annual General Meeting held on 28th September, 2019 respectively. As per the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on 12th November, 2020, subject to approval of Members at this Annual General Meeting and considering the increased activities, responsibilities and contribution of Shri Gajjala Yoganand in development and growth of the Company, consent of the Members was sought for the re-appointment of Shri Gajjala Yoganand as a Managing Director of the Company for further period of 5 years w.e.f. 01st October, 2020 to 30th September, 2025, on the terms and conditions as set out in this item of the Notice and as per draft agreement to be executed between Shri Gajjala Yoganand and the Company.

Shri Gajjala Yoganand satisfies all the conditions set out in Part-I of Schedule V to the Companies Act, 2013 (including any amendments thereto) as also the conditions set out under sub-section (3) of Section 196 of the Companies Act, 2013 for being eligible for re-appointment. Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement. Accordingly, consent of the Members is sought for passing Special Resolution as set out in this item of the Notice for re-appointment of Shri Gajjala Yoganand as Chairman & Managing Director of the Company w.e.f. 01st October, 2020 till 30th September, 2025. The draft Agreement to be entered into between the Company and Shri Gajjala Yoganand for his re-appointment is available for inspection between 11.00 a.m. to 1.00 p.m. during office hours on all working days except Sundays and Holidays at the Registered Office of the Company.

Further more information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) is given below:-

| | | |
|----|---|-------------|
| 1. | Last drawn remuneration | 24 Lakhs PA |
| 2. | Date of first appointment on the Board | 02.03.1987 |
| 3. | Number of Board Meetings attended during FY 2019-20. | 5 |
| 4. | Chairman/ Member of the Committees of Boards of other companies | 2 |

Shri Gajjala Yoganand, Chairman & Managing Director of the Company may be considered to be concerned or interested in the said resolution as also in the draft Agreement since it relates to his own re-appointment. Mr. Gajjala Vivekanand and Ms. Gajjala Veena may also be considered as concerned or interested in the same, being relative of Shri Gajjala Yoganand. None of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said resolution.

Item No. 5:

The Board of Directors of the Company on 29th June, 2020, have appointed Mr. Sudhakar Gande (DIN: 00987566) as an Additional Director of the Company, categorised as Independent, in terms of Section 161 of the Companies Act, 2013.

The Company has received (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014, from Mr. Sudhakar Gande to the effect that he is not disqualified in accordance with sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

In terms of Schedule IV of the Companies Act, 2013, the Board is of the opinion that Mr. Sudhakar Gande, fulfils the conditions for his appointment as an Independent Director as specified in the Companies Act, 2013 and the Listing Regulations and is independent of the management.

A copy of the draft letter of appointment, setting out the terms and conditions of appointment of Mr. Sudhakar Gande, is available for inspection, without any fee, by the members at the Company's registered office during normal hours on working days up to the date of the AGM.

Mr. Sudhakar Gande (aged 63 years) holds B.E. (Electronics & Communication) from the College of Engineering, Osmania University, Hyderabad, an M.Tech (Electronics & Computers) from the Indian Institute of Technology (IIT), Delhi and an MBA in Finance from Faculty of Management Studies (FMS), Delhi University.

Sudhakar Gande has over three decades of experience in the areas of Investment Banking, Corporate Finance, Corporate Strategy, General Management and Technology Entrepreneurship. During his career he held several prestigious positions including as Senior Director – American Express Bank and as Managing Director of a leading Private Sector Bank (Global Trust Bank) etc. Currently, he is Vice Chairman of AXISCADES Engineering Technologies Ltd and Chief Executive Officer of Jupiter Capital Pvt. Ltd.

His major career experience and grounding took place in American Express Bank. Here he started as an Assistant Manager and went on to take up several important assignments both in India and abroad including New York, Singapore, Frankfurt etc. In a span of ten years he went on to become one of the youngest Senior Director's in the Bank worldwide.

When he took over as Managing Director and CEO of a Private Sector Bank, he was one of the youngest CEO's in Indian Banking. He successfully turned around the Bank and merged the same with a large nationalized Bank.

He is Vice Chairman of AXISCADES Engineering Technologies Ltd a Company with strong presence in Aerospace, Defence and Industrial related technologies and involved in the Company since its' inception. The Company has presence in 12 countries including USA, France, Germany, England etc. and has a strength of over 2300 employees with the revenue of over \$ 100 Million and has an impressive customer base. The Company has strong partnership with leading Global Defence and Technology majors.

He is currently Chief Executive Officer (CEO) of Jupiter Capital, a leading Investment and Financial Services Company, Head quarter in Bangalore with assets of about \$ 1 Billion.

He also cofounded Lexicon Finance Limited, a boutique Corporate Advisory and Investment Banking Company based out of Mumbai that has done several land mark transactions.

Mr. Gande is currently Co-Chairman – FICCI Committee on Aerospace and Defence. He is also member of FICCI National Executive Committee. Previously he has been Chairman of FICCI – Karnataka State Council.

Information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) is given below: -

| | | |
|-----|--|--|
| 1. | Age | 63 years |
| 2. | Qualifications | B.E. (Electronics & Communication) from the College of Engineering, Osmania University, Hyderabad, an M. Tech (Electronics & Computers) from the Indian Institute of Technology (IIT), Delhi and an MBA in Finance from Faculty of Management Studies (FMS), Delhi University. |
| 3. | Area of Experience | 30 years |
| 4. | Last drawn remuneration | NIL |
| 5. | Date of first appointment on the Board | 29.06.2020 |
| 6. | No. of share held | Nil |
| 7. | Relationship with Directors, Managers & KMP | Nil |
| 8. | Number of Board Meetings attended during FY 2019-20. | Not applicable. |
| 9. | Other Directorship | Vijaydurg Ports Private Limited Jupiter Entertainment Ventures Private Limited Vasavi Foundation For Empowerment Indian Aero Ventures Private Limited Axiscades Engineering Technologies Limited Asianet TV Holdings Private Limited Terracis Technologies Limited |
| 10. | Chairman / Member of the Committees of Boards of other companies | NIL |

Except Mr. Sudhakar Gande and his relatives, none of the other Directors/Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at item No. 5 of the notice.

The Board recommends the resolution set forth in item No. 5 of the notice for approval of the members.

Item No. 6:

Mr. Gajjala Vivekanand who has been appointed as an Additional Director of the Company pursuant to the provision of Section 161 (1) of the Companies Act, 2013 and the Articles of Association of the Company effective from 29th June, 2020 holds office upto the date of this Annual General Meeting and is eligible for appointment as a Director.

Mr. Gajjala Vivekanand is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

Information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is given below:-

| | | |
|-----|--|--|
| 1. | Age | 33 years |
| 2. | Qualifications | Graduate in Civil Engineering from CBIT, Osmania University and completed MS in Construction Management from Stevens Institute of Technology, New Jersey, USA. |
| 3. | Area of Experience | Management of Companies |
| 4. | Last drawn remuneration | NIL |
| 5. | Date of first appointment on the Board | 29.06.2020 |
| 6. | No. of share held | 10,225 |
| 7. | Relationship with Directors, Managers & KMP | Son of Mr. Gajjala Yoganand, Managing Director |
| 8. | Number of Board Meetings attended during FY 2019-20. | 0 |
| 9. | Other Directorship | Manjeera Hospitality (Rajahmundry) Private Limited GM Infra Ventures Private Limited Sree Varamahalakshmi Constructions LLP Manjeera Developers Private Limited |
| 10. | Chairman / Member of the Committees of Boards of other companies | NIL |

Accordingly, the Board recommends the resolution in relation to appointment of Mr. Gajjala Vivekanand as Non-Executive Director, for the approval by the shareholders of the Company. Except Mr. Gajjala Yoganand, Gajjala Vivekanand and Ms. Gajjala Veena, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No.6.

By order of the Board of Directors
M/s. Manjeera Constructions Ltd

Place: Hyderabad
Date: 12.11.2020

CH N V Rambabu
Company Secretary
(ACS-44763)

DIRECTORS' REPORT

To

The Members
M/s. Manjeera Constructions Limited
#711, Manjeera Trinity Corporate,
JNTU- Hitech City Road,
Kukatpally, Hyderabad-500072

Your Directors have a great pleasure in presenting the 33rd Annual Report of your Company along with the Audited Financial Statements for the financial year ended 31st March, 2020.

Financial Highlights

During the year under review, performance of the Company on standalone and consolidated basis is as under:

(Rupees in Lakhs)

| Particulars | Standalone | | Consolidated | |
|---|------------------|-----------------|-------------------|-----------------|
| | FY 2019-20 | FY 2018-19 | FY 2019-20 | FY 2018-19 |
| Revenue from operations | 9,690.81 | 7,672.75 | 23,497.02 | 23454.22 |
| Other Income | 818.63 | 1,226.20 | 296.31 | 568.59 |
| Total Income | 10,509.44 | 8,898.95 | 23,793.33 | 24022.81 |
| Less: Total Expenditure | 9,029.27 | 7,290.06 | 22867.58 | 20462.80 |
| Profit before Interest, Depreciation and tax | 1,480.17 | 1,608.89 | 925.74 | 3560.01 |
| Less: Interest and Financial Expenses | 1,313.07 | 1,238.56 | 4,722.93 | 3448.53 |
| Less: Depreciation | 46.24 | 46.52 | 634.78 | 618.24 |
| Profit Before share of profit in Associates | 120.87 | 323.81 | (4,431.97) | (506.76) |
| Share of Profit in Associates | - | - | - | (0.75) |
| Profit Before Tax | 120.87 | 323.81 | (4,431.97) | (507.51) |
| Tax Expense | | | | |
| Current Tax | - | 131.00 | - | 147.82 |
| Tax for Previous Year | - | - | - | - |
| Deferred Tax | 107.96 | (81.59) | 107.96 | (81.59) |
| Net Profit / (loss) after Tax | 12.90 | 274.41 | (4,539.94) | (573.74) |
| Proposed Dividend / Dividend paid | - | - | - | - |
| Tax on Dividend paid | - | - | - | - |
| Other Equity | 9054.24 | 9,032.23 | 2555.07 | 7088.31 |
| Paid Up Equity share Capital | 1,250.84 | 1,250.84 | 1250.84 | 1250.84 |

Operational Performance Review

- Revenue from operations standalone basis increased to 9,690.81 Lacs as against ₹7672.75 Lacs in the previous year-a growth of 26.30%.
- Cost of goods sold as a percentage to revenue from operation increased to 87.47% as against 86.33% in the previous year.
- Employee cost as percentage to revenue from operation increased to 3.00% (₹291.18 lacs) as against 3.77% in the previous year (₹288.98 Lacs).
- The Profit after Tax for the current year is ₹12.90 Lacs as against ₹274.41 Lacs in the previous year. The decrease in profit is due to decrease in Other income (Interest and other Income) to the extent of ₹407.57 Lacs, increase in Finance cost to the extent of ₹74.51 Lacs.
- On a consolidated basis, the Company, its subsidiaries and associate Companies, achieved operating revenue of ₹23,497.02 Lacs as against ₹23454.22 Lacs – a growth of 0.18%. Total comprehensive income for the year attributable to non-controlling interest for the group for the current year is ₹12.03 Lakhs as against (366.67) Lakhs in the previous year.

The pandemic of Covid-19 and consequent lockdown at the end of the financial year had limited affect for 2020.

World Health Organisation (WHO) declared Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, Government of India declared lockdown on March 23, 2020 and the Group suspended the operations in compliance with the lockdown instructions given by Central and State Governments. COVID-19 has impacted the normal business operations of the Group by way of interruptions in project disruptions, supply chain disruptions, unavailability of personnel, closure of malls let out on etc. during the lock down period.

The Group made a detailed assessment of its liquidity position for the next year and the recoverability and carrying value of its assets comprising property, plant and equipment, investment properties, investments, inventory, advances, receivables, other financial and non financial assets etc. Based on current indication of future economic conditions, the Group expects to recover the carrying amount of these assets. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future impact of COVID-19 which may be different from that estimated as at the date of approval of these financial statements.

The Central and State Governments have initiated steps to lift the lockdown and the Group will adhere to the same as it reassumes its activities. Construction at sites already restarted. Since it is only few weeks into the pandemic, the Group will continue to closely observe the evolving scenario and take into account any future developments arising out of the same.

Economic and Business Review

Global economy is experiencing a significant slowdown with growth being 2.3% for 2019 reflecting yet one of the slowest paces of expansion since 2008. Growth is forecast to slowdown to 2.0% in 2020 before experiencing a modest pickup in 2021, amid a global pandemic and an uncertain economic and geopolitical environment. According to the International Monetary Fund (IMF), the global economy is expected to shrink by over 3 per cent in 2020 the steepest slowdown since the Great Depression of the 1930s. Optimistically if the pandemic is gradually contained in the second half of 2020 and economy slowly reverts to a growth momentum, the economy is projected to grow by 5.8% in 2021, helped also by policy and fiscal supports of the Governments. Going forward, with consumption driven private expenditure growth dwindling due to prolonged disruptions and labour migration; investment contraction due to uncertain demand and stretched corporate balance sheets; government expenditure and fiscal support will form the growth engine in FY 2020-21.

State of Company's Affairs

It was mentioned in our annual report for the year 2018-19 that the Company has incorporated a Special purpose vehicle (Manjeera Hospitality (Amaravati) Pvt Ltd) to develop a hotel at Amaravati, the state capital of Andhra Pradesh. However with the latest developments in the state of Andhra Pradesh with regard to the division / shifting of capital from Amaravati, it is thought that it is not advisable to proceed with the proposed plan of setting up of hotel project. Hence the Proposal is put on hold for the time being till there emerges clarity.

The Project at Ongole (Villas / Apartments) has not been vigorously pursued in view of the uncertainties prevailing in the real estate market as a cascading effect of the Capital related issues in the state of Andhra Pradesh.

The Company has obtained all required approvals from the concerned authorities to develop apartments complex by name "Newyork" at "Allasandra" near Yalahanka in Bangalore City on development basis. The project involves development of 5.61 Lakh SFT of total area tentatively (including the land owners share). The work on this is expected to be started soon after the financial closure is achieved.

The Company, through its associate (Vasavi Realtors LLP) has started the works on residential project called "Lake City" at 'Hafeezpet', in Hyderabad – on development basis – and the Project work is going on smoothly as envisaged. The project involves development of residential apartments for a total area of about 30 Lakhs SFT.

Change in Nature of Business

During the period under review, there has been no change in the nature of business of the Company.

Material changes if any affecting the financial position of the Company

There was no material change or commitment affecting the financial position of the Company.

Dividend

With a view to redeploy the profits for current/future business of the Company, the Board of Directors has not recommended the Dividend for the Financial Year 2019-20.

Amounts Transferred to Reserves

No amount is proposed to be carried to General reserves and an amount of ₹22.01 Lakhs (including other comprehensive income) is retained as surplus in the Statement of Profit and Loss of Standalone Financials.

Listing of Equity Shares

The securities of the Company are listed at BSE Limited (BSE). Further, the Company has no equity shares carrying differential rights.

Share Capital

The paid up Equity Share Capital of the Company as on 31st March, 2020 is ₹1250.84 Lakhs. During the year, the Company has neither issued shares with differential voting rights nor granted stock option or sweat equity.

Number of Board Meetings

Regular meetings of the Board were held to review the performance of the Company, to discuss and decide on various business strategies, policies and other issues.

During the Financial year 2019-20, 5 meetings of the Board of Directors of the Company were held on 22.05.2019, 03.08.2019, 28.09.2019, 09.11.2019 and 03.02.2020. The intervening gap between two consecutive meetings was not more than 120 days. Detailed information on the meetings of the Board is included in the Corporate Governance Report which forms part of the Annual Report.

Committees of the Board

Currently the Board has four committees: The Audit committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, and Stakeholders Relationship Committee.

The composition of the committees in compliance with the applicable provisions of the Act and Rules is as given below:

Audit Committee:

The Audit Committee comprises of three directors:

- Mr. DLS Sreshti
- Mr. K Krishna Murty
- Ms. G Veena

The Audit committee of the Board of directors was constituted in conformity with the requirements of Section 177 of the Act and regulation 18 of the Listing Regulations and its role has been the same as stipulated in the Act and the Regulations mentioned above. All recommendations made by the Audit committee during the year were accepted by the Board.

Nomination & Remuneration Committee:-

The Nomination & Remuneration Committee comprises of three directors:

- Mr. DLS Sreshti
- Mr. K. Krishna Murty
- Ms. G Veena

The Nomination and remuneration committee of the Board of directors was constituted in conformity with the requirements of Section 178 of the Act and Regulation 19 of the Listing Regulations and its role has been the same as stipulated in the Act and the Regulations mentioned above.

Stakeholders' Relation Committee:-

The Stakeholders' Relation Committee comprises of three Directors:

- Mr. K. Krishna Murty
- Mr. DLS Sreshti
- Ms. G Veena

The Stakeholders Relationship committee of the Board of directors was constituted in conformity with the requirements of Section 178 of the Act and Regulation 20 of the Listing Regulations and its role has been the same as stipulated in the Act and the Regulations mentioned above.

Corporate Social Responsibility Committee:-

The Corporate Social Responsibility Committee comprises of three Directors:

- Mr. K Krishna Murty
- Mr. DLS Sreshti
- Mr. G Yoganand

The Corporate Social Responsibility committee of the Board of directors was constituted in conformity with the requirements of Section 135 of the Act. The Committee monitored the implementation of the CSR Policy from time to time.

A detailed note on the Board and its Committees is provided in the Corporate Governance Report.

Public Deposits

As per the provisions of Section 73 of the Companies Act, 2013 read along with Companies (Acceptance of Deposits) Rules, 2014,

- (a) Your Company has not accepted any deposits from the public and is therefore not required to furnish information in respect of outstanding deposits under Non-Banking Non-Financial Companies (Reserve Bank) Directions, 1966, during the year under review.
- (b) The company does not have any unclaimed or unpaid deposits at the end of the year under review or any other previous year.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Directors:

The Board of directors of the Company has an optimum combination of Executive, Non-Executive and Independent Directors with one woman Director.

Independent and Non-executive Directors

As prescribed under SEBI (LODR) Regulations, 2015 and as per Section 149(6) of the Companies Act, 2013, the particulars of Non-Executive and Independent Directors are as under:

Mr. K Krishna Murthy, Mr. D L S Sreshti and Mr. Sudhakar Gande

Changes in Directors:

- (a) The Board of Directors of the Company at their meeting held on 29th June, 2020 based on the recommendations of the Nomination and Remuneration Committee approved the appointment of Mr. Sudhakar Gande as Independent Non-Executive, Additional Director and Mr. Vivekanand Gajjala as Non-Executive Additional Director, the proposal for the regularization of appointment of said directors will be placed in the ensuing AGM for the approval of shareholders.
- (b) Re-appointment of Ms. Gajjala Veena, who will be retiring by rotation, and being eligible has offered herself for re-appointment.

Changes in Key Managerial Personnel (KMP): During the year under review,

- Ms. Sucharitra Sahoo, Company Secretary & Compliance Officer of the company was resigned w.e.f. 04.08.2019
- Ms. Neha Mishra was Appointed as a Company Secretary and Compliance officer of the company w.e.f 28.09.2019 and resigned from the Company w.e.f. 13.03.2020
- Mr. CH N V Rambabu was designated as a Compliance officer of the company w.e.f. 14.03.2020 and was appointed as a Company Secretary and Compliance officer of the company w.e.f. 29.06.2020.
- Mr. R R VV NE Prasad Raju resigned as a CFO of the Company w.e.f. 29.06.2020.
- Ms. Archana Yanamandra has been appointed as CFO of the Company w.e.f. 14.09. 2020
- Mr. Gajjala Yoganand, Managing Director is continuing as the KMP of the Company.

Performance Evaluation of the Board

Pursuant to the provisions of the Act and the listing regulations, the Board has carried out annual performance evaluation of its own, the individual directors as well as the Board committees (Audit committee, Nomination and Remuneration committee, Corporate Social Responsibility committee and Stakeholders Relationship committee). A structured set of criteria was adopted after taking into consideration the inputs received from the directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. Evaluation of the Board members is conducted on an annual basis by the Board, Nomination and Remuneration committee and Independent Directors with specific focus on the performance and effective functioning of the Board and individual directors.

The Nomination and Remuneration committee had specified criteria for performance evaluation of Directors, Committees and Board as a whole and recommended the same to the Board for evaluation.

Performance indicators for evaluation of Independent directors:

Independent directors have three key roles – governance, control and guidance. Some of the performance indicators based on which the Independent directors are evaluated are:

- Ability to contribute to and monitor corporate governance practices.
- Ability to contribute by introducing international best practices to address top management issues.
- Active participation in long term strategic planning.
- Commitment to the fulfillment of a Director's obligations and fiduciary responsibilities.

Attendance: The performance evaluation of Independent or non-executive directors is done by the Board annually based on criteria of attendance and contributions at Board / Committee meetings as also the role played other than at meetings.

The evaluation process also considers the time spent by each of the Board members, core competencies, personal characteristics, accomplishment of specific responsibilities and expertise.

Policy on Directors' Appointment, Remuneration & Other details

The Company adopted a policy relating to the remuneration. This Policy covers the remuneration and other terms of employment for the Company's Executive Team. The remuneration policy for members of the Board and for management, aims at improving the performance and enhancing the value of the Company by motivating and retaining them and to attract the right persons to the right jobs in the Company. The object of this Remuneration Policy is to make your Company a desirable workplace for competent employees and thereby secure competitiveness, future development and acceptable profitability. In order to achieve this, it is imperative that the Company is in a position to offer competitive remuneration in all its operational locations.

A detailed policy on remuneration of the Directors and Senior Management is placed on the Company's website under the web link: <https://www.manjeera.com>.

Policy for Selection of Directors and Determining Directors' Independence

The Nomination and Remuneration committee identifies 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 for their appointment and removal.

The Criteria for the Appointment of Directors, KMPs and Senior Management

A person for appointment as director, KMP or in senior management should possess adequate qualifications, expertise and experience for the position considered for appointment. The Nomination and Remuneration committee decides whether qualification, expertise and experience possessed by a person are sufficient for the concerned position. The committee ascertains the credentials and integrity of the person for appointment as director, KMP or senior management level and recommends to the Board his / her appointment.

The Committee, while identifying suitable persons for appointment to the Board, will consider candidates on merit against objective criteria and with due regard for the benefits of diversity on the Board.

The Nomination and Remuneration committee shall assess the independence of directors at the time of appointment, re-appointment and the Board shall assess the same annually. The Board shall re-assess determination of independence when any new interests or relationships are disclosed by a Director.

The criteria of independence are as prescribed in the Act and the listing regulations and the Independent directors shall abide by the Code specified for them in Schedule IV of the Act.

Receipt of any commission by MD / WTD from Company or receipt of commission/remuneration from its holding or subsidiary.

Details of Remuneration / commission received by MD / WTD from Company, its holding/subsidiary companies is provided in the extract of Annual return in prescribed form MGT 9.

Director's Responsibility Statement

Directors confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) they selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) they took proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) they prepared the annual accounts on a going concern basis;
- (e) they laid down internal financial controls to be followed by the company and that such internal financial controls were adequate and operating effectively; and
- (f) they devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Extract of Annual Return

As required under the provisions of Section 134(3) (a) and of section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the extract of annual return in Form No. MGT-9 forms part of this report as **Annexure I**.

Statutory Auditors

In compliance with the Companies (Audit and Auditors) Rules, 2014, M/s. M. Bhaskara Rao & Co., Chartered Accountants, has been appointed as Statutory Auditors of the Company by the members at their 30th Annual General Meeting held on 29th September, 2017 to hold office for their first term of 3 (Three) years i.e., till the conclusion of Annual General Meeting ('AGM') for the financial year 2019-20.

The Audit Committee and Board of Directors of the Company respectively at their meeting held on 22nd May, 2020, subject to approval of the shareholders, recommended the re-appointment of M/s. M. Bhaskara Rao & Co., Chartered Accountants having Firm Registration No. 000459S as the Statutory Auditors of the Company for a second term of 5 (Five) consecutive years to hold office for a term of 5 (five) years i.e., from the conclusion of ensuing AGM till the conclusion of AGM for the financial year 2024-25.

The Auditor's Report for the financial year 2019-20 does not contain any qualification, reservation or adverse remark. The Auditor's Report is enclosed with the financial statements in this Annual Report.

The Notes on Accounts referred to in the Auditors Report are self-explanatory and therefore do not require any further comments.

The Standalone Financial Statements doesn't contain any qualification, but the auditors of the Subsidiary Company "Manjeera Retail Holdings Private Limited" have expressed following Qualified Opinion, Disclaimer of Opinion and Emphasis of Matter which are reflected in the consolidated financial statements:

| Observation | Management Views |
|---|---|
| <p>Basis for Qualified Opinion:</p> <p>As at 31 March 2020, inventory of properties under development include interest cost on the borrowings capitalised to the tune of ₹ 3,149.78 Lakhs (As at 31 March 2019: ₹5,730.39 Lakhs) including the interest cost on borrowings capitalized during the year ended 31 March 2020 – ₹ Nil (Year Ended 31 March 2019 - ₹2,065.29 Lakhs), which in our opinion, is not in accordance with the requirements of Indian Accounting Standards (Ind AS) 23 “Borrowing Cost”. Had the Company followed the accounting principles as laid down under Ind AS 23, the loss for the year ended 31 March 2020 would have been higher by ₹ Nil (Year Ended 31 March 2019 – ₹2,065.29 Lakhs) and consequently, the balance of inventories and reserves and surplus as at 31 March 2020 would have been lower by ₹3,149.78 Lakhs (As at 31 March 2019: ₹5730.39 Lakhs).</p> | <p>Management on the basis of the assessment of the progress of the construction is of the view that there is active development of the projects. Hence criteria of inventorisation as per the requirement of Indian Accounting Standards (Ind AS) 23 “Borrowing Cost” is met. During the year 2019-20, there was no addition to the inventory representing the interest on borrowings.</p> |
| <p>Emphasis of Matter</p> <p>We draw attention to Note 38 to the standalone financial statements, which describes the possible effect of the uncertainties relating to COVID-19 pandemic on the Company’s financial performance as assessed by the management.</p> | <p>The Company made a detailed assessment of it’s liquidity position for the next year and the recoverability and carrying value of it’s assets comprising property, plant and equipment, investment properties, inventory, receivables, other financial and non financial assets etc. Based on current indication of future economic conditions, the Company expects to recover the carrying amount of these assets. The situation is changing rapidly giving raise to inherent uncertainty around the extent and timing of the potential future impact of COVID – 19 which may be different from that estimated as at the date of approval of these financial statements.</p> |

Cost Auditor

Your Company does not qualify for the eligibility norms of Companies (Cost Records and audit) Rules, 2014 regarding appointment of Cost Auditor for conducting cost audit. Accordingly, Cost Audit was not conducted for the Financial Year 2019-20. However, the company is maintaining adequate cost records as stated under the said rules.

Secretarial audit report

During the year under review, the Company has complied with the provisions of Regulation 24A of the Listing Regulations.

In terms of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Board of Directors of your Company at its meeting held on 03rd August, 2019 has appointed R & A Associates as Secretarial Auditor to undertake the Secretarial Audit of the Company to conduct the Secretarial Audit for the financial year 2020-21.

The secretarial Audit Report for the financial year ended 31st March, 2020 is annexed herewith as **Annexure II** to this report.

Particulars of Loan, Guarantees and Investments and Securities

The details of loans given, guarantees provided and investments made during the financial year ended on March 31, 2020 are enclosed in **Annexure III** to this Report in compliance with the provisions of Section 186 of the Act read with the Companies (Meetings of the Board and its Powers) Rules, 2014.

The particulars of aggregate loans, guarantees and investments under Section 186 of the Act are disclosed in Financial Statements which may be read as part of this Report.

Particulars of Contracts / Arrangements with Related Parties

During the financial year 2019-20, your Company has entered into transactions with related parties as defined under Regulation 23 of the SEBI (LODR) Regulations, 2015 and section 2(76) of the Companies Act, 2013 read with Companies (Specifications of definitions Details) Rules, 2014, all of which were in ordinary course of Business and on arm’s length basis and in accordance with the provisions of the Companies Act, 2013, read with the Rules issued thereunder and the Listing Regulations. Further, there were no transactions with related parties which qualify as material transactions under the Listing Regulations.

The details of the related party transactions as per Accounting Standard 18 are set out in Note 36 to the standalone financial Statements forming part of this report.

The particulars of contracts/arrangements made with related parties as required under Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is set as **Annexure IV**.

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

As the Company is not engaged in the manufacturing activity and at present it carries out the construction activities only, the prescribed information regarding compliance of rules relating to conservation of Energy & Technology absorption pursuant to section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is not provided as the same is not applicable to the Company.

The Company does not have any Foreign Exchange Earnings & Outgo during the financial year and hence provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3)(c) of the Companies (Accounts) Rules, 2014 regarding disclosure of Foreign Exchange Earnings & Outgo is not applicable.

Compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has signed uniform listing agreement with BSE Limited and framed the following policies which are available on Company's website i.e. www.manjeera.com

- i. Code of Conduct for Regulating & Reporting Trading by Insiders and for Fair Disclosure, 2015
- ii. Policy on preservation of Documents
- iii. Risk Management Policy
- iv. Related Party Policy
- v. Policy on Disclosure of Material Events
- vi. Policy on Sexual Harassment of Employees
- vii. Policy on Material Subsidiary
- viii. Nomination and Remuneration Committee Policy
- ix. Corporate Social Responsibility Policy
- x. Whistle Blower Policy

Details of Subsidiary, Joint Venture or Associates

Manjeera Retail Holdings Private Limited (MRHPL) is a wholly owned subsidiary of Manjeera Constructions Ltd. (MCL). The Company has inherent skills and resources and developed Manjeera Mall, Manjeera Trinity Corporate, 18 storied office building, Manjeera Majestic Commercial, Manjeera Majestic Homes, a residential building with 255 apartments by using innovative technology through value engineering.

MTM Estates and Properties Private Limited is a wholly owned subsidiary of MCL. The Company has not yet taken up any business activity.

GM Infra Ventures Private Limited, a wholly owned subsidiary company developed an A+ Office building, "THE PLATINA" is certified as Gold rated by Indian green Building council for core and shell at Gachibowli.

Manjeera Developers Private Limited, a Subsidiary company of MCL. The company has commenced its business on 05.07.2019.

Other details of Subsidiary companies & Associates are attached as **Annexure V** in Form AOC-1 to the Directors' report.

Insurance

All the properties of the Company including buildings, plant and machinery and stocks have been adequately insured.

Significant and Material Orders Passed By the Courts / Regulators

During financial year 2019-20, there were no significant and / or material orders, passed by any Court or Regulator or Tribunal, which may impact the going concern status or the Company's operations in future.

Internal Financial Control System

The Companies Act, 2013 has mandated the Company to have a formal framework of Internal Finance Controls (IFC) and has also laid down specific responsibilities on the Board, Audit Committee, Independent Director and Statutory Auditors with regard to IFC.

The Company is well equipped with adequate internal financial controls. The Company has a continuous monitoring mechanism which enables the organization to maintain the same standard of the control systems and in managing any default on timely basis because of strong reporting mechanisms followed by the Company.

The Statutory Auditors of the Company has audited the IFC over Financial Reporting and their Audit Report is annexed as Annexure-B to the Independent Auditor's Report under Standalone Financial Statements.

Transfer of Amounts to Investor Education and Protection Fund

Pursuant to the provisions of Section 124 (5) of the Act (section 205A of the Companies Act 1956), an amount of ₹99,328/- relating to FY 2011-12, which remained unclaimed for a period of 7 years was transferred by the Company on 05-11-2019 to the Investor Education and Protection Fund.

Declaration by Independent Directors

Mr. K. Krishna Murty, Mr. DLS Sreshti and Mr. Sudhakar Gandhare are the Independent Directors on the Board of the Company.

The Company has received declaration from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Section 149 of the Companies Act, 2013 and SEBI Listing Regulations with the Stock Exchange.

Disclosure on establishment of Vigil mechanism

The Company established a vigil mechanism for directors and employees to report genuine concerns pursuant to Section 177 of the Act. The vigil mechanism provided for adequate safeguards against victimisation of employees who use such mechanism and for direct access to the chairperson of the Audit committee inappropriate or exceptional cases.

The policy lays down the mechanism for making enquiry into whistle blower complaint received by the Company. Employees who may become aware of any alleged wrongful conduct are encouraged to make a disclosure to the Audit committee.

The details of such mechanism are communicated to all the directors and employees and it was also disclosed on the website of the Company at www.manjeera.com.

Corporate Social Responsibility (CSR) policy

The Company has constituted Corporate Social Responsibility Committee (CSR) of the Board of Directors in accordance with the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014, and formulated policy of CSR.

The composition of the CSR Committee, average net profits of the Company for the past three financial years, prescribed CSR expenditure and details of amount spent on CSR activities during the year have been disclosed in **Annexure VI** to this Report, as mandated under the said Rules.

Particulars of Employees

Table containing the particulars in accordance with the provisions of Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as **Annexure VII** to this Report.

During the year none of the employees have received monthly or yearly remuneration more than the limit specified under the Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Management Discussion and Analysis Report

The Management Discussion and Analysis for the year under review, as stipulated under Regulation of the Listing Agreement with Stock Exchange in India forms an integral part of this Annual report and gives details of the overall industry structure, economic developments, performance and state of affairs of your Company is attached as **Annexure VIII**.

Disclosures under Regulation 34(3) read with Schedule V of the listing Regulations

(₹in Lakhs)

| Sl. No | In the accounts of | Particulars | Amounts at the year ended 2019-20 | Maximum amount of loans / advances / investments outstanding during the year 2019-20 |
|--------|--|--|-----------------------------------|--|
| 1. | Manjeera Constructions Limited (Holding Company) | Loan Given to: Manjeera Retail Holdings Private Limited (Subsidiary Company) | 5363.11 | 5736.24 |

Report on Corporate Governance

Pursuant to Regulation 34 of the SEBI (LODR) Regulation, 2015, a separate report on Corporate Governance together with a certificate from the Company's Auditors confirming the compliance of conditions of Corporate Governance is attached as **Annexure IX** to this report.

Employee Relations

During the year under review, your Company enjoyed cordial relationship with employees at all levels.

Risk Management Policy

The Company has a risk management policy in place. The policy works at various levels of the organization. Risk management process has been established and is designed to identify the elements of risk including those that may threaten the existence of the Company. Policy on Risk Management is available on the Company's website at the web link www.manjeera.com.

The Covid-19 pandemic has triggered new risks in business operations. While the gravity of the pandemic is still unfolding, your Company pro-actively put in place crisis management, both at the Business as well as at the Corporate level.

Covid-19 Response: The Covid-19 pandemic and the consequent lockdown posed a formidable challenge to the Company's operations and the well-being of its employees. In recognition of the seriousness of the threat, the Company put in place stringent safety protocols at the beginning of the crisis and established teams tasked with ensuring that Company's employees and business associates, were permitted to operate in view of their essential nature, did so with all risk mitigation measures in place. Extensive communication and training on safety protocols at the workplace for employees', provision of protective equipment and the rapid adoption of working from home, where feasible, were undertaken.

Dividend Distribution Policy

The Dividend Distribution policy as stipulated under Regulation 43A of the Listing Regulations is not required to be disclosed in the annual report and on the website of the Company as the provisions of the said regulation are not applicable to your Company. However, the Dividend Distribution Policy is placed on the Company's website under the weblink: <https://www.manjeera.com>.

Green initiative in Corporate Governance by Hon'ble Ministry of Corporate Affairs

The Ministry of Corporate Affairs (MCA) has taken a green initiative in Corporate Governance by allowing paperless compliances by the Companies and permitted the service of Annual Reports and documents to the shareholders through electronic mode subject to certain conditions and the Company continues to send Annual Reports and other communications in electronic mode to the members having email ids.

Disclosures under sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act 2013

Your Company believes in providing a safe and harassment free workplace for every individual working in Manjeera Constructions Limited's premises through various interventions and practices. The Company endeavours to create and provide an environment that is free from discrimination and harassment including sexual harassment.

In this light, the company has framed a well defined policy on Prevention of Sexual Harassment for an employee and lays down the guidelines for identification, reporting and prevention of undesired behavior.

During the year under review, there were no reported instances of cases filed pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, which operates under a defined redressal system for complaints pertaining to sexual harassment of women at the workplace.

The Internal Complaints Committee is consisting of following members:

1. Gajjala Veena (Chairman)
2. K Sujatha
3. M V N Ramanjaneyulu
4. SV Chiranjeevi
5. Devi Prasanna
6. Ashwini M
7. Gokul Krishna J

Compliance with Secretarial Standards on Board and Annual General Meetings

During the year under review, the Company has complied with secretarial standards issued by the Institute of Company Secretaries of India on Board Meetings and Annual General Meetings.

Event Based Disclosure

Your directors state that no disclosure or reporting is required in respect of the following items as there were no transactions/events on these items during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including Sweat Equity Shares), to employees of the Company under any Scheme including ESOS.
3. Significant & material orders passed by the regulators or courts or tribunal
4. Significant orders passed by the authorities which impact the going concern status and Company's operations in future.

Acknowledgement

Your Directors would like to express their sincere appreciation and gratitude for the support and co-operation received from the Central and State Governments, Greater Hyderabad Municipal Corporation, Stock Exchanges, Ministry of Corporate Affairs, Shareholders, Bankers, Financial Institutions, Customers, Suppliers, Contractors and other Associates for their continued support to the Company.

The Company enjoyed very cordial and fruitful relations with the employees during the year under review and the Management wishes to place on record its sincere appreciation of the efforts put in by the Company's executives, staff and workers for achieving reasonable results under demanding circumstances.

**For and on behalf of the Board of Directors of
M/s. Manjeera Constructions Limited**

**Place : Hyderabad
Date : 12.11.2020**

**G. Yoganand
Managing Director
(DIN 00850735)**

**K. Krishna Murty
Director
(DIN 01466390)**

ANNEXURE-I Form No. MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31st March, 2020
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

| | | |
|------|---|---|
| i. | CIN | L45200TG1987PLC007228 |
| ii. | Registration Date | 02/03/1987 |
| iii. | Name of the Company | Manjeera Constructions Ltd. |
| iv. | Category / Sub-Category of the Company | Company Limited by Shares |
| v. | Address of the Registered office and contact details | # 711, Manjeera Trinity Corporate, JNTU-Hitech City Road, Kukatpally, Hyderabad-500072 |
| vi. | Whether listed company | YES |
| vii. | Name, Address and Contact details of Registrar and Transfer Agent, if any | XL Softech Systems Ltd., No. 3, Sagar Society, Road no. 2 , Banjara Hills, Hyderabad-34. Ph: 040-23545913/14/15 |

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:-

| Sr. No. | Name and Description of main products / services | NIC Code of the Product / service | % to total turnover of the company |
|---------|--|---|------------------------------------|
| 1 | Construction work | Section F, Division 45, Group 452, Sub-class 45201, 45202 and others as applicable. | 100% |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| Sr. No. | Name and Address of the Company | CIN / GLN | Holding / Subsidiary / Associate | % of shares held | Applicable Section |
|---------|---|-----------------------|----------------------------------|------------------|--------------------|
| 1 | MTM Estates and Properties Private Limited #711, Manjeera Trinity Corporate, JNTU-Hitech City Road, Kukatpally, Hyderabad-500072 | U70102TG2012PTC084429 | Wholly owned subsidiary | 100% | 2(87) |
| 2 | Manjeera Retail Holdings Private Limited #711, Manjeera Trinity Corporate, JNTU-Hitech City Road, Kukatpally, Hyderabad-500072 | U72200TG2000PTC033700 | Wholly owned Subsidiary | 100% | 2(87) |
| 3 | GM Infra Ventures Private Limited | U70102TG2007PTC053937 | Subsidiary | 100% | 2(87) |
| 4 | Manjeera Hospitality (Amaravati) Private Limited | U45500AP2018PTC109477 | Associate | 26% | 2(6) |
| 5 | Manjeera Developers Private Limited | U45200AP2019PTC112364 | Subsidiary | 61% | 2(87) |

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

i. Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year | | | | 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 | |
| Promoter | | | | | | | | | |
| Indian | | | | | | | | | |
| Individual / HUF | 81,92,321 | - | 81,92,321 | 65.49% | 81,92,321 | - | 81,92,321 | 65.49% | 0.00% |
| Central Govt | | | | | | | | | |
| State Govt(s) | | | | | | | | | |
| Bodies Corp | 10,76,256 | - | 10,76,256 | 8.60% | 10,76,256 | - | 10,76,256 | 8.60% | 0.00% |
| Banks / FI | | | | | | | | | |
| Any Other | | | | | | | | | |
| Sub-total(A)(1):- | 92,68,577 | - | 92,68,577 | 74.10% | 92,68,577 | | 92,68,577 | 74.10% | 0.00 % |
| Foreign | | | | | | | | | |
| NRIs-Individuals | | | | | | | | | |
| Other-Individuals | | | | | | | | | |
| Bodies Corp. | | | | | | | | | |

| 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 |
|--|---|----------|-------------|--------|---|----------|-------------|--------|--------------------------|
| Banks / FI | | | | | | | | | |
| Any Other.... | | | | | | | | | |
| Sub-total (A)(2):- | - | - | - | - | - | - | - | - | - |
| Total Promoter Shareholding (A) = (A)(1) + (A)(2) | 92,68,577 | - | 92,68,577 | 74.10% | 92,68,577 | - | 92,68,577 | 74.10% | 0.00% |
| Public Shareholding | | | | | | | | | |
| Institutions | | | | | | | | | |
| Mutual Funds | | | | | | | | | |
| Banks / FI | | | | | | | | | |
| Central Govt | | | | | | | | | |
| State Govt(s) | | | | | | | | | |
| Venture Capital Funds | | | | | | | | | |
| Insurance Companies | | | | | | | | | |
| FIs | | | | | | | | | |
| Foreign Venture Capital Funds | | | | | | | | | |
| Others (specify) | | | | | | | | | |
| Sub-total (B)(1) | - | - | - | - | - | - | - | - | - |
| 2. Non Institutions | | | | | | | | | |
| Bodies Corp. (i) Indian (ii) Overseas | 6,44,494 | - | 6,44,494 | 5.15% | 6,75,820 | - | 6,75,820 | 5.40% | 0.25% |
| Individuals (i) Individual shareholders holding nominal share capital upto ₹2 lakh (ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh | 2,11,396 | 1,39,737 | 3,51,133 | 2.81% | 2,83,705 | 1,83,937 | 4,67,642 | 3.74% | 0.93% |
| Others(Specify) | | | | | | | | | |
| c) i) NRI's | 6,910 | 11,500 | 18,410 | 0.15% | 7,855 | 10,500 | 18,355 | 0.15% | -0.00% |
| c) ii) Clearing Members | 0 | - | 0 | 0.00% | 0 | - | 0 | 0.00% | 0.00% |
| Sub-total (B)(2) | 29,12,511 | 3,27,330 | 32,39,841 | 25.90% | 29,14,766 | 3,25,075 | 32,39,841 | 25.90% | 0 % |
| Total Public Shareholding (B) = (B)(1) + (B)(2) | 29,12,511 | 3,27,330 | 32,39,841 | 25.90% | 29,14,766 | 3,25,075 | 32,39,841 | 25.90% | 0.00 % |
| C. Shares held by Custodian for GDRs & ADRs | - | - | - | - | - | - | - | - | - |
| Grand Total (A+B+C) | 121,81,088 | 3,27,330 | 1,25,08,418 | 100% | 121,83,343 | 3,25,075 | 1,25,08,418 | 100% | 0.00% |

ii. Shareholding of Promoters

| Sr. No | Shareholder's 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. | G Yoganand | 68,50,946 | 54.77% | 9.59% | 68,50,946 | 54.77% | 9.59% | - |
| 2. | G Padmaja | 8,54,750 | 6.83% | - | 8,54,750 | 6.83% | - | - |
| 3. | Gajjala Investments and Holdings Private Ltd. | 8,24,979 | 6.60% | - | 8,24,979 | 6.60% | - | - |
| 4. | G Yoganand (HUF) | 4,86,625 | 3.89% | - | 4,86,625 | 3.89% | - | - |
| 5. | Manjeera Estates Private Limited | 1,54,894 | 1.24% | - | 1,54,894 | 1.24% | - | - |
| 6. | Manjeera Hotels and Resorts Private Limited | 96,383 | 0.77% | - | 96,383 | 0.77% | - | - |
| | Total | 92,68,577 | 74.10% | 9.59% | 92,68,577 | 74.10% | 9.59% | - |

iii. Change in Promoters' Shareholding (please specify, if there is no change): No Changes

iv. Shareholding pattern of top ten shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

| Sr. No | Shareholder's Name | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--------|--|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1. | Komaravelly Shiva Kumar | | | | |
| | At the beginning of the year | 3,46,114 | 2.77 | 3,46,114 | 2.77 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease | - | - | - | - |
| | At the End of the year (as on 31.03.2020) | 3,46,114 | 2.77 | 3,46,114 | 2.77 |
| 2. | Bharathi InfraProjects Private Limited | | | | |
| | At the beginning of the year | 3,06,383 | 2.45 | 3,06,383 | 2.45 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease | - | - | - | - |
| | At the End of the year (as on 31.03.2020) | 3,06,383 | 2.45 | 3,06,383 | 2.45 |
| 3. | Sri Sai Venkat Financial Services Private Limited | | | | |
| | At the beginning of the year | 1,65,866 | 1.33 | 1,65,866 | 1.33 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease | 60,000 | 0.47 | 60,000 | 0.47 |
| | At the End of the year (as on 31.03.2020) | 2,25,866 | 1.80 | 2,25,866 | 1.80 |
| 4. | S Suhasini Guptha | | | | |
| | At the beginning of the year | 88,543 | 0.71 | 88,543 | 0.71 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease | - | - | - | - |
| | At the End of the year (as on 31.03.2020) | 88,543 | 0.71 | 88,543 | 0.71 |
| 5. | Kadiri Vikram Reddy | | | | |
| | At the beginning of the year | 45,809 | 0.36 | 45,809 | 0.36 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease | 39,024 | 0.31 | 39,024 | 0.31 |
| | At the End of the year (as on 31.03.2020) | 84,833 | 0.67 | 84,833 | 0.67 |

| | | | | | |
|-----|--|-----------|-------|-----------|-------|
| 6. | Suresh S V Chaitanya Guptha | | | | |
| | At the beginning of the year | 81,347 | 0.65 | 81,347 | 0.65 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease | - | - | - | - |
| | At the End of the year (as on 31.03.2020) | 81,347 | 0.65 | 81,347 | 0.65 |
| 7. | Vasantha Kumari Sakkari | | | | |
| | At the beginning of the year | 64,096 | 0.51 | 64,096 | 0.51 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease | - | - | - | - |
| | At the End of the year (as on 31.03.2020) | 64,096 | 0.51 | 64,096 | 0.51 |
| 8. | R Suresh Guptha | | | | |
| | At the beginning of the year | 62,329 | 0.50 | 62,329 | 0.50 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease | - | - | - | - |
| | At the End of the year (as on 31.03.2020) | 62,329 | 0.50 | 62,329 | 0.50 |
| 9. | Ratna Srinivas Thondepu | | | | |
| | At the beginning of the year | 61,468 | 0.49 | 61,468 | 0.49 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease | - | - | - | - |
| | At the End of the year (as on 31.03.2020) | 61,468 | 0.49 | 61,468 | 0.49 |
| 10. | Domakonda Kiran Kumar | | | | |
| | At the beginning of the year | 61,000 | 0.49 | 61,000 | 0.49 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease | - | - | - | - |
| | At the End of the year (as on 31.03.2020) | 61,000 | 0.49 | 61,000 | 0.49 |
| | Total | 13,81,979 | 11.04 | 13,81,979 | 11.04 |

V. Shareholding of Directors and Key Managerial Personnel:

| Sr. No | Shareholder's Name | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--------|---|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1. | Mr. G. Yoganand | | | | |
| | At the beginning of the year | 68,50,946 | 54.77 | 68,50,946 | 54.77 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc): | - | - | - | - |
| | At the End of the year | 68,50,946 | 54.77 | 68,50,946 | 54.77 |
| 2. | K. Krishna Murty | | | | |
| | At the beginning of the year | 7,785 | 0.062 | 7,785 | 0.062 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc): | -7700 | -0.061 | -7700 | -0.061 |
| | At the End of the year | 85 | 0.001 | 85 | 0.001 |

| | | | | | |
|----|---|--------|------|--------|------|
| 3. | DLS Sreshti | | | | |
| | At the beginning of the year | - | - | - | - |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc): | - | - | - | - |
| | At the End of the year | - | - | - | - |
| 4. | Gajjala Veena | | | | |
| | At the beginning of the year | 10,125 | 0.08 | 10,125 | 0.08 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc): | | | | |
| | At the End of the year | 10,125 | 0.08 | 10,125 | 0.08 |
| 5. | PR R V V N E Prasad Raju (Chief Financial Officer) | | | | |
| | At the beginning of the year | - | - | - | - |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc): | - | - | - | - |
| | At the End of the year | - | - | - | - |
| 6. | CH N V Rambabu (Company Secretary) | | | | |
| | At the beginning of the year | - | - | - | - |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc): | - | - | - | - |
| | At the End of the year | - | - | - | - |

V. INDEBTEDNESS

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

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|----------------------------------|-----------------------|----------|-----------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | 62,59,95,392 | 1,08,67,39,520 | - | 1,71,27,34,912 |
| ii) Interest due but not paid | - | 1,71,92,664 | - | 1,71,92,664 |
| iii) Interest accrued but not due | 10,977 | - | - | 10,977 |
| Total (i+ii+iii) | 62,60,06,369 | 1,10,39,32,184 | - | 1,72,99,38,553 |
| Change in Indebtedness during the financial year | | | | |
| - Addition | 5,00,00,000 | 26,54,94,700 | - | 31,54,94,700 |
| - Reduction | 12,24,85,618 | 13,06,66,258 | - | 25,31,51,877 |
| Net Change | -7,24,85,618 | 13,48,28,442 | - | 6,23,42,823 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | 54,94,49,373 | 1,22,29,09,729 | - | 1,77,23,59,101 |
| ii) Interest due but not paid | - | 1,58,50,897 | - | 1,58,50,897 |
| iii) Interest accrued but not due | 40,71,378 | - | - | 40,71,378 |
| Total (i+ii+iii) | 55,35,20,751 | 1,23,87,60,626 | - | 1,79,22,81,376 |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

| Sl. No. | Particulars of Remuneration | Name of MD / WTD / Manager | | | | Total Amount |
|---------|---|----------------------------|---|---|---|--------------|
| 1. | Gross salary | | | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 24,00,000 | - | - | - | 24,00,000 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | - | - | - | - | - |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | - | - | - | - | - |

| | | | | | | |
|----|--|------------------|---|---|---|------------------|
| 2. | Stock Option | - | - | - | - | - |
| 3. | Sweat Equity | - | - | - | - | - |
| 4. | Commission - as % of profit - Others, specify. | - | - | - | - | - |
| 5. | Others, please specify | - | - | - | - | - |
| | Total (A) | 24,00,000 | | | | 24,00,000 |
| | Ceiling as per the Act | | | | | |

B. Remuneration to other directors:

| Sl. No. | Particulars of Remuneration | Name of MD / WTD / Manager | | | | Total Amount |
|---------|---|----------------------------|---|---|---|--------------|
| 1. | Independent Directors (Mr. DLS Sreshti & Mr. Krishna Murty) · Fee for attending board & committee meetings · Commission · Others, please specify | 1,10,000 | - | - | - | 1,10,000 |
| | Total (1) | 1,10,000 | - | - | - | 1,10,000 |
| 2. | Other Non-Executive Directors Ms. G. Veena · Fee for attending board committee meetings · Commission · Others, please specify | 45,000 | - | - | - | 45,000 |
| | Total (2) | 45,000 | - | - | - | 45,000 |
| | Total (B) = (1 + 2) | 1,55,000 | | | | 1,55,000 |
| | Total Managerial Remuneration | 25,55,000 | | | | 25,55,000 |
| | Overall Ceiling as per the Act (Schedule V) | 84,00,000 | | | | |

C. Remuneration to Key Managerial Personnel Other than MD / Manager / WTD

| Sl. No. | Particulars of Remuneration | Key Managerial Personnel | | | |
|---------|--|--------------------------|-------------------|------------------|------------------|
| | | CEO | Company Secretary | CFO | Total |
| 1. | Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | - | 6,00,755 | 17,96,241 | 23,96,996 |
| 2. | Stock Option | - | - | - | - |
| 3. | Sweat Equity | - | - | - | - |
| 4. | Commission - as % of profit - Others, specify... | - | - | - | - |
| 5. | Others, please specify | - | - | - | - |
| | Total | - | 6,00,755 | 17,96,241 | 23,96,996 |

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

| Type | Section of the companies Act | Brief description | Details of Penalty / Punishment / Compounding fees imposed | Authority [RD / NCLT / Court] | Appeal made. If any (give details) |
|------------------------------|------------------------------|-------------------|--|-------------------------------|------------------------------------|
| A. Company | | | | | |
| Penalty | - | - | - | - | - |
| Punishment | - | - | - | - | - |
| Compounding | - | - | - | - | - |
| B. Directors | | | | | |
| Penalty | - | - | - | - | - |
| Punishment | - | - | - | - | - |
| Compounding | - | - | - | - | - |
| C. Other Officers In Default | | | | | |
| Penalty | - | - | - | - | - |
| Punishment | - | - | - | - | - |
| Compounding | - | - | - | - | - |

ANNEXURE-II
FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020

*[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
Manjeera Constructions Ltd.
#711, Manjeera Trinity Corporate, Beside
Manjeera Mall, JNTU-Hitech City Road
Kukatpally, Hyderabad – 500072.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Manjeera Constructions Ltd (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (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 thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings. (Not applicable to the Company during the Audit Period);
- (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; (Not applicable to the Company during the Audit Period).
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not applicable to the Company during the Audit Period).
 - 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).
 - 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;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the Audit Period).
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the Audit Period). and
 - i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further report that, based on the information provided and the representation made by the Company, in our opinion, it has complied with the applicable provisions of the Real Estate (Regulation and Development) Act, 2016 to the extent applicable during the Audit Period under review.

We have also examined compliance with the applicable clauses of Secretarial Standards issued by the Institute of Company Secretaries of India.

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

We further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at board meetings and committee meetings were carried out unanimously as recorded in the minutes of the meetings of the board of directors or committees of the board, as the case may be.

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

We further report that during the Audit Period the Company has no specific events/actions having a major bearing on the Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines and standards, etc.

This report is to be read with my letter of even date which is annexed as Annexure-A and forms an integral part of this report.

For R & A Associates

Place : Hyderabad
Date : 12th November, 2020

(G Raghu Babu)
Partner
FCS.No.# 4448, C.P. # 2820
UDIN: F004448B001224018

“Annexure – A”

To
The Members
Manjeera Constructions Ltd.
#711, Manjeera Trinity Corporate, Beside
Manjeera Mall, JNTU-Hitech City Road
Kukatpally, Hyderabad – 500072.

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

Maintenance of secretarial records is the responsibility of the management of Manjeera Constructions Ltd, (**“the Company”**). Our responsibility is to express an opinion on these secretarial records based on our audit.

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

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.

With regards to various submission(s) of information / document and compliance thereof made by the Company with the stock exchanges, the reporting of compliance was made based upon the information / documents available.

For R & A Associates

Place : Hyderabad
Date : 12th November, 2020

(G Raghu Babu)
Partner
FCS.No.# 4448, C.P. # 2820
UDIN: F004448B001224018

ANNEXURE-III

| Particulars of Loans, Guarantees or Investments during the FY 2019-20 under Section 186 of the Companies Act, 2013 | | | | | | | |
|--|--|---|--|--|--|-------------------------------------|--|
| Nature of transaction (whether loan / guarantee / security / acquisition) | Purpose | Date of making loan / acquisition / giving guarantee / providing security | Name and address of the person or body corporate to whom it is made or given or whose securities have been acquired (listed/unlisted entities) | Amount of loan / security / acquisition / guarantee ₹ in lakhs | Time period for which it is made / given | Date of passing of Board Resolution | For Loans Rate of Interest Date of maturity |
| Acquisition of shares | For making investments in ongoing projects taken up by subsidiaries / associates | 09/11/19 | GM Infra Ventures Pvt Ltd, Address: 801, Aditya Trade Centre, Ameerpet, Hyderabad - 500038. | 310.00 | - | 09/11/19 | |
| Acquisition of shares | | 22/05/19 | Manjeera Developers Private Limited, Address: 399, 399/1, Atmakur Village, Guntur - 522503 | 0.61 | - | 22/05/19 | |
| Investment in Capital | | 13/02/18 | Vasavi Realtors LLP, Address: First Floor, North End Anilath Maja Housing Society, Banjara Hills, Hyderabad - 500034. | 208.81 | - | 13/02/18 | |
| Loans Taken | | 26/07/19 | GM Infra Ventures Pvt Ltd, Address: 801, Aditya Trade Centre, Ameerpet, Hyderabad - 500038. | 1196.40 | - | NA | Rate of Interest: 12%, Date of Maturity: NIL |

ANNEXURE-IV**FORM NO. AOC-2****(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.**

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

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

There were no contracts or arrangements or transactions entered into during the year ended March, 31, 2020, which were not on Arm's length basis.

2. Details of contracts or arrangements or transactions at Arm's length basis during the year.

| Sl. No | Name (s) of the related party & nature of relationship | Nature of contracts/ arrangements/ transaction | Duration of the contracts / arrangements / transaction | Salient terms of the contracts or arrangements or transaction including the value, if any | Amount paid as advances during the year, if any (₹ In Lakhs) |
|--------|--|--|--|---|--|
| 1 | Manjeera Retail Holdings Private Limited (Wholly owned Subsidiary Company) | Loan given by Company | Long Term Loan | 12% P.A interest. | 968.56 (Net received by the company) |
| 2 | Manjeera Estates Pvt Limited - Entity under significant influence of KMP | Loan given to Company | Long Term Loan | 12% P.A interest. | 42.72 (Net received by the company) |
| 3 | Manjeera Hotels & Resorts Private Limited - Entity under significant influence of KMP | Loan given to Company | Long Term Loan | 12% P.A interest. | 1097.07 (Net repaid by the company) |
| 4 | Aashraya Hotels & Estates Pvt. Ltd - Entity under significant influence of KMP | Loan given to Company | Long Term Loan | 12% P.A interest. | NIL |
| 5 | GM Infra Ventures Pvt Ltd | Loan given to Company | Long Term | 9% P.A interest | 1196.40 (Net received by the company) |
| 6 | Manjeera Hospitality Rajahmundry Private Limited - Entity under significant influence of KMP | Civil Contract work | 24 Months | Contract Value is ₹90.74 Crores. | 1222 (Net received by the company) |
| 7 | Manjeera Hospitality Rajahmundry Private Limited - Entity under significant influence of KMP | Investments in Shares | Non Current Investments | Shares allotted at Face Value | NIL |
| 8 | Manjeera Hospitality (Amravati) Private Limited - Associate company | Investments in Shares | Non Current Investments | Shares allotted at Face Value | NIL |
| 9 | Manjeera Developers Private Limited | Investments in Shares | Non-Current Investments | Shares allotted at Face Value | NIL |

**For and on behalf of the Board of Directors of
M/s. Manjeera Constructions Limited**

**Place : Hyderabad
Date : 12.11.2020**

**G. Yoganand
Managing Director
(DIN 00850735)**

**K. Krishna Murty
Director
(DIN 01466390)**

ANNEXURE-V FORM AOC-1

PART - A: SUBSIDIARIES INFORMATION

Amount in ₹

| S. No. | Particulars | Details | | | |
|--------|---|--|-----------------------------------|-------------------------------------|---|
| | | Manjeera Retail Holdings Private Limited | GM Infra Ventures Private Limited | Manjeera Developers Private Limited | MTM Estates And Properties Private Limited. |
| 1 | Name of Subsidiary | | | | |
| 2 | The date since when subsidiary was acquired | 23/02/07 | 31/03/18 | 05/07/19 | 14/11/13 |
| 3 | Reporting period for the subsidiary concerned, if different from the holding company's reporting period | NA | NA | NA | NA |
| 4 | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries | NA | NA | NA | NA |
| 5 | Share capital | 88,23,52,940 | 2,85,00,000 | 1,00,000 | 1,00,000 |
| 6 | Reserves & Surplus | (67,12,08,222) | 2,73,32,262 | (10,430) | (3,37,296) |
| 7 | Total Assets | 3,40,59,76,927 | 18,17,43,165 | 1,03,622 | 1,23,445 |
| 8 | Total Liabilities | 3,19,48,32,209 | 12,59,10,903 | 14,051 | 3,60,741 |
| 9 | Investments | - | - | - | - |
| 10 | Turnover | 1,38,86,63,664 | 1,03,65,840 | - | - |
| 11 | Profit / (loss) before taxation | (45,91,56,045) | 41,69,960 | (10,430) | (37,400) |
| 12 | Provision for taxation | - | 7,53,404 | - | - |
| 13 | Profit / (Loss) after taxation | (45,91,56,045) | 34,16,556 | (10,430) | (37,400) |
| 14 | Other Comprehensive Income / (Loss) | 9,63,324 | - | - | - |
| 15 | Total Comprehensive Income / (Loss) for the year | (45,81,92,721) | 34,16,556 | (10,430) | (37,400) |
| 16 | Proposed Dividend | Nil | Nil | Nil | Nil |
| 17 | % of shareholding | 100% | 100% | 61% | 100% |

**For and on behalf of the Board of Directors of
M/s. Manjeera Constructions Limited**

G.YOGANAND
Managing Director

K.KRISHNA MURTHY
Director

P R R V V N E Prasad Raju
Chief Financial Officer

CH N V Rambabu
Company Secretary

ANNEXURE-VI

Annual Report on Corporate Social Responsibility (CSR) Activities (Pursuant to Rule 8 (1) of Companies (Corporate Social Responsibility Policy) Rules, 2014)

- 1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.**

The CSR Policy is available in the Company's website, www.manjeera.com

The core theme of the Company's CSR policy is giving back to the society from which it draws its resources by extending helping hand to the needy and the underprivileged. In alignment with vision of the company, through its CSR initiatives will continue to enhance value creation in the society, through its services.

Manjeera Constructions Limited is a Construction and Real estate Company engaged in the business of Construction of residential and commercial buildings mostly in the state of Telangana. Therefore, the Company would like to give preference to the areas in the states of Telangana for spending the amount allocated for CSR activities.

We are working on areas like empowerment through education, employment, and entrepreneurship through

'Vasavi Foundation for Empowerment'– it will access each individual's needs, and will provide financial support for Education, Employment, Skill Development, Talent Development; etc.

- 2. The Composition of the CSR Committee:**

- Mr. K Krishna Murty
- Mr. G Yoganand
- Mr. DLS Sreshti

- 3. Average Net Profit of the Company for the last three financial year: ₹456.91 Lakhs**

- 4. Prescribed CSR Expenditure (2% of the amount as in item 3 above): ₹9.14 Lakhs**

- 5. Detail of CSR spent during the Financial Year: Nil**

- a) Total amount to be spent for the financial year: ₹9.14 Lakhs
- b) Amount unspent, if any: 9.14 Lakhs
- c) Manner in which the amount spent during the financial year: NIL

- 6. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report.**

Company has not spent any amount on CSR activities during the FY 2019-20. The CSR Committee is in the process of identifying suitable CSR activities. Committee ensures that it will identify CSR activities and ensure that during FY 2020-21, company will spend required amount towards CSR activities.

- 7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company**

The Chairman of the CSR Committee has given a responsibility statement on behalf of the CSR Committee that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and policy of the Company.

G Yoganand
(Managing Director)

K. Krishna Murty
(Chairman-CSR Committee)

Place: Hyderabad
Date: 12.11.2020

ANNEXURE-VII

- (A) Details / Disclosures of Ratio of Remuneration to each Director and KMP (Pursuant to Section 197(12) of the Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014):

| S No. | Requirement | Disclosure | | | | |
|-------|--|---|----------------|--------------------------|-----------------------------|---------------|
| | | Name of Director | Sitting fees | Salaries & Perquisites | Total | Ratio (Times) |
| 1 | The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year; | G Yoganand | | 24,00,000 | 24,00,000 | 9.58 |
| | | K Krishna Murty | 55,000 | - | 55,000 | 0.22 |
| | | DLS Sreshti | 55,000 | - | 55,000 | 0.22 |
| | | G Veena | 45,000 | - | 45,000 | 0.18 |
| | | | | | - | 25,55,000 |
| 2 | The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year; | CFO-NIL, Managing Director-NIL, Company Secretary-20.58% | | | | |
| 3 | The percentage increase in the median remuneration of employees in the financial year; | 2019-20 | 2018-19 | Increase (%) | | |
| | | 2,50,558 | 2,85,648 | -12.28 | | |
| 4 | The number of permanent employees on the rolls of company; | There were 58 employees as on 31st March 2020 | | | | |
| 5 | The explanation on the relationship between average increase in remuneration and company performance; | Financial performance of the Company & inflation. | | | | |
| 6 | Comparison of the remuneration of the Key Managerial Personnel against the performance of the company; | Salary of Managerial Personnel is 214.81% of Profit | | | | |
| | | Salary of Managerial Personnel is 2.28% of Net Sale | | | | |
| 7 | Variations in the market capitalisation of the company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the company as at the close of the current financial year and previous financial year; | Particulars | 2019-20 | 2018-19 | Increase/ (Decrease) | |
| | | Market Capitalisation | 7010.97 lacs | 8193.01 lacs | -14.43 | |
| | | Price Earning Ratio | 295 | 30 | 886.34 | |
| 8 | Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration; | Salary increase of Managerial personnel -24.60% | | | | |
| | | Salary increase of other than Managerial personnel increased by 14.36% | | | | |
| 9 | Comparison of the each remuneration of the Key Managerial Personnel against the performance of the company; | | Mr. G Yoganand | Mr. RR VV NE Prasad Raju | Ms. Sucharitra Sahoo | |
| | | Remuneration in F.Y 2019-20 (₹ In Lacs) | 24 | 17.96 | 6.62 | |
| | | Remuneration as % of Revenue | 0.23 | 0.17 | 0.06 | |
| | | Remuneration as % of PBT | 19.86 | 14.86 | 5.48 | |
| 10 | The key parameters for any variable component of remuneration availed by the directors; | Nil | | | | |
| 11 | The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year; | Nil | | | | |
| 12 | Affirmation that the remuneration is as per the remuneration policy of the company. | It is affirmed that the remuneration is as per the remuneration policy of the Company | | | | |

- (B) Statement showing Details of Employees of the Company as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014: Not Applicable

For and on behalf of the Board of Directors
M/s. Manjeera Constructions Limited

G.YOGANAND
Managing Director

K.KRISHNA MURTHY
Director

Annexure-VIII

Management Discussions & Analysis Report

Industry Structure and Developments

The Global Economy

In the world over, Covid-19 is undoubtedly the upper most concern in everyone's mind. This pandemic has delivered a global shock of enormous magnitude; protection measures necessitated by it are severely impacting every kind of economic activity all across the world. While the growth rate of global economy at 2.3% for 2019 itself was the lowest of the decade, the International Monetary Fund (IMF) has predicted that the global economy will contract sharply by 3% in 2020, much worse than in 2008-09 financial crisis. Countries and corporates are being pushed into uncharted territories and challenges, with hardly anyone being able to see a clear picture.

In its Annual Report on the World Economic Situation and Prospects 2020, the UN said growth slid in virtually all the major economies and slowed in all geographical areas except, to some extent, in Africa. Amid rising tariffs and rapid shifts in trade policies, business confidence has deteriorated, dampening investment growth across most regions. In addition, softening demand has also affected global commodity prices, particularly oil and industrial metals. On the positive side however, the Report said, the recent US cuts in the Federal Rate may promote some economic activity. But, the continuing policy uncertainty, weak business confidence and slowing job growth are likely to weigh heavily on demand.

Pursuant to the Covid-19 pandemic, causing widespread global disruption, IMF envisages the global GDP to see a contraction of 4.9% in 2020. In a baseline scenario – which assumes that the pandemic will fade in the second half of 2020 and containment efforts can be gradually unwound – the global economy is expected to bounce back and grow by 5.4% in 2021, as the economic activity normalises, helped along, by vigorous policy initiatives. A sharp economic rebound would begin promptly if pandemic-control measures could be largely lifted in the near term, and fiscal and monetary policy responses succeed in supporting consumer and investor confidence, leading to a prompt normalization of financial conditions and the unleashing of pent-up demand.

The Indian Economy

It has been quite challenging for the Indian economy, which saw a steep decline in the July-September quarter of 2019, when growth in Gross Domestic Product (GDP) was at its lowest in seven years at 4.5%. Several sectors – chiefly real estate, aviation, automobile and construction – suffered a constant decline in demand. The banking and financial services sector also witnessed a serious crisis due to rising Non-Performing Assets (NPAs), bad loans and squeezing credit limits. The cumulative effect of these adverse developments is seen in the envisaged growth rate of 4.2% for 2019-20, a sharp fall from 6.1% in 2018-19 and this is further accentuated by the Pandemic outbreak in March 2020.

A massive contraction in GDP (of 23.9%), took place for the 1st quarter of 2020-21, due to the two-month lockdown, thereby pulling down the full-year growth. The RBI's Monetary Policy Committee has however, refrained from providing any growth projections for the first time in its history, citing the huge uncertainties around the pandemic and its impact on various sectors. India's fiscal deficit for 2019-20 stood at 4.59% of the GDP, against the revised estimate of 3.8%. This puts a limit for the government to offer fiscal relief to companies hit by the pandemic. Moody's Investors Service has predicted that the Indian economy will not grow in the current fiscal because of the 'deep shock' triggered by Covid-19. It has only predicted a 2.5% growth for FY 2021.

Industry Overview

The real estate sector continues to face headwinds with the current pandemic appearing to have further impacted the consumer sentiments and spending appetite in the short-term. The residential sector was already reeling under pressure from various issues like liquidity, over-supply, negative sentiments and various other regulatory initiatives. Given this situation arisen from the COVID-19 pandemic, demand is expected to remain muted in the near-term.

The industry might face delays with the timelines of existing construction getting shifted due to the lockdown and pandemic related concerns. We believe that it is too early to gauge the full impact of this event on the industry, however, given the uncertainties, the sector will tread with caution.

Although, the Central bank stepped in to bring in increased liquidity and accelerated rate cuts, it is imperative that these benefits are transmitted efficiently to stimulate further demand and revival of the industry.

The Government approved the establishment of a "Special Window for Affordable and Mid-Income Housing (SWAMIH) to provide last mile financing for completion of stalled housing projects in these segments. The fund will be set-up as a Category-II Alternative Investment fund in which the Government has committed to act as a Sponsor and to infuse an amount up to ₹10,000 crore. SBICAP Ventures was appointed as the investment manager and has already achieved its first closure by raising amounts in excess of ₹10,000 crore. The establishment of this fund will help in completing projects that were stuck due to liquidity constraints and consequently bolster more confidence in the sector.

The sector was undergoing a structural transformation, wherein it was becoming more institutionalized and transparent which had resulted in good amount of interest flowing from the investors. The real estate sector witnessed approx. US\$ 6.4 billion of investments during the calendar year 2019. However, it is anticipated that there will be a partial slowdown in the near-term, as significant resources will be diverted for damage control and maintaining sufficient liquidity.

Outlook

The International Monetary Fund (IMF) projects that the world will slip into a recession in 2020 over COVID-19 led global lockdown and the resulting suspension of economic activity.

According to the IMF's April World Economic Outlook, global growth will contract by 3% in 2020, compared to 2.9% growth in 2019, and further mark a V-shape normalization to 5.8% growth in 2021, although half of it will come on a low base. Also, the global trade volume in goods and services will slip into a de-growth of 11% in 2020 from an already weak growth of 0.9% in 2019, before growing by 8.4% in 2021.

Risks and Concerns

The Indian real estate sector has come a long way since the 1990s' by becoming one of the fastest growing markets in the world. It is not only successfully attracting domestic real estate investment but foreign investments too. The growth of the industry is attributed mainly to India's growing population, rising income level and rapid urbanization. However, despite the positive outlook for the sector in the coming years, it is battling challenges.

These challenges restrain the sector from yielding full benefits of the potential growth. The risk arises due to COVID-19 Pandemic cannot be ascertained.

Developments

Construction work for corporate / commercial spaces of the Company witnessed fair demand and recorded good sales during 2019-20.

The businesses of the Company are also focusing on the improved execution efficiencies, cost competitiveness and better services to existing & potential customers.

The key aspects of business philosophy of Manjeera group are on-time delivery; cost competitiveness, high quality standards with focus on best in class Health, Safety and Environment. Integrated strengths coupled with experienced and highly skilled work force, are the key enablers in delivering critical and complex projects. Manjeera Group has managed to create several landmark projects in residential, commercial, retail and hospitality sectors. The projects developed by the Company mostly to the middle and high income groups. Having made its mark in the city of its birth, Manjeera is now expanded into other cities like Bengaluru, Vijayawada, Rajahmundry and Ongole. Its projects stand as hallmarks of quality construction, clear titles and value for money.

Segment-Wise Performance

The Company has two separate business segments – Real Estate and Construction Contracts. These are reportable segments in accordance with the IND AS 108 issued by the Companies (Indian Accounting Standards), Rules, 2015. The Segment wise results are given at Note No.37 to the financial statements.

Strengths and Opportunities

- Wide range of expertise spanning over 33 years in the construction sector, professional and competent senior management team.
- Well established brand recognition and goodwill.
- Diversified product mix ranging across residential, commercial and retail and proposed entry into Hospitality.
- Strategically located projects with high selling potential. Identifying customer requirements and developing quality products.
- The Company's brand image has increased manifold during the year under review, owing to aggressive marketing campaigns through various media and participation in several property shows and events both in the city and abroad.
- The new Acts "RERA" and GST will improve our prospects for a better market share.

Weaknesses and Threats

- Bureaucracy causing delay in approvals and change in policies.

Risks and Concerns

The Company has taken suitable measures to mitigate the various risks associated with its operational activities. Adequate insurance policies have been taken to protect health, safety of its employees, limit the property loss of the residential and commercial buildings. Growth and demand is dependent on general economic conditions and a decline can adversely affect the Company's business and its earnings. Increasing competition from domestic and international construction companies affect market share and profitability. Uncertainties with Government policies can significantly affect operations. The Company has developed built-in systems & procedures for handling risks in carrying out the business to the best advantage of all stakeholders to improve the shareholder value and to ensure continuity of business.

Internal Control Systems

The Company has a proper and adequate system of internal financial controls, commensurate with its size and business operations. It ensures timely and accurate financial reporting in accordance with applicable accounting standards, safeguarding of assets against unauthorized use or disposition and compliance with all applicable regulatory laws and Company policies.

Internal Auditors of the Company review the internal financial control systems on a regular basis for its effectiveness, and necessary changes and suggestions are duly incorporated into the system. Internal audit reports are also reviewed by the Audit Committee of the Board.

Financial Performance & Operational Review

Your Company is focusing on execution of its existing projects. The key strategy will be focused around:

1. Timely completion of Projects
2. Financial strength & liquidity
3. Professional Management
4. Customer care
5. Brand Equity

During the year under review, the Company registered total revenue of ₹9690.81 lakhs as compared to ₹7672.75 lakhs for the previous year and Profit before Tax stood at ₹120.87 lakhs for the year under review as compared to ₹323.81 lakhs for the previous year.

Details of Projects

All the Company's ongoing and completed projects are based in Hyderabad, Vijayawada, Rajahmundry, Ongole, Amaravati, Bhubaneswar and Bangalore. The Company has developed several landmark projects, both residential and commercial.

Brief details of the ongoing projects are given hereunder:

| Project | Location | Total Area (Sft.) (approx.) |
|---|-------------------------|-----------------------------|
| Purple Town Villas | Gopanpally – Gachibowli | 1,56,910 |
| Manjeera Monarch | Vijayawada | 8,51,429 |
| Rajahmundry mixed use Development Project | Rajahmundry | 4,93,114 |
| Ongole Project | Ongole | 6,34,678 |
| Kolanukonda Residential Project | Vijayawada | 12,57,140 |
| Bangalore Residential Project | Bangalore | 5,61,600 |

Human Resources and Industrial Relations

The Company's Human Resource philosophy is to establish, build and retain a strong performance and competency driven culture with greater sense of accountability and responsibility. The Company has been focused to create an environment that assists the employees to enhance their sense of pride in what they are doing thereby contributing to better productivity. The Company through its effective HR policies and systems has always encouraged its workers to innovate and apply new ideas so as to achieve quantum leaps in both size and scale of operations.

The Company believes that its real strength lies in the commitment and quality of its people. Employees are provided opportunity to grow and prosper. The authority and responsibility chain is clearly defined and the employees are free to convey their ideas and suggestions to their superiors. Team meetings are held at frequent intervals to improve communication and interactions between the employees. Industrial relations remained stable throughout the financial year 2019-20.

As on 31st March 2020, the number of people employed by the Company was 58.

Corporate Social Responsibility (CSR)

Your Company is committed to conduct business in an accountable manner that creates a sustained positive implication in society and also it endeavours to make a positive contribution towards social cause. Your Company in association with the Vasavi Foundation for Empowerment has made contribution for supporting, imparting training to persons who have an excellent academic record and limited financial means.

Cautionary Statement

Statements in the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could influence the Company's operations include economic conditions affecting price conditions in the domestic market in which the Company operates or changes in the Government Regulations, Tax Laws and other Statutes or other incidental factors.

Annexure-IX

REPORT ON CORPORATE GOVERNANCE

A report for the Financial Year ended March 31, 2020 on the compliance by the Company with Corporate Governance requirements under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is furnished below.

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company is committed to achieve good standards of Corporate Governance on a continuous basis. The Company's philosophy on Corporate Governance is aimed at the attainment of transparency, accountability and compliance of laws in all facets of operations. This has enabled your Company to earn the trust and goodwill of its investors, business partners and employees.

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's 'Corporate Governance Report' is given below:

2. BOARD OF DIRECTORS

a) Composition of the Board

- i. In consonance with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company's Board is constituted with appropriate executive and non-executive Directors to maintain its independence and to exercise effective governance and control over its executive functioning. The Company's Board of Directors comprises of total Six Directors as on the report date, three of which are Independent Directors and one Managing Director and one non-executive woman Director and one non-executive director. The Managing Director is responsible for the conduct of the Business and the day-to-day affairs of the Company. Two-thirds of total number of Directors (excluding Independent directors) retire by rotation. The Directors possess wide range of experience in diverse fields and bring in technical and financial expertise.
- ii. None of the Directors are disqualified for their office as per the provisions of Section 164 of the Companies Act 2013 and the Company has obtained declarations from all the directors to this effect.
- iii. During the year, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company other than sitting fees.
- iv. The information as required in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is being regularly placed before the Board.
- v. The Board normally meets four times in a year and also as and when required. The Board has duly met five times in the year under review, on 22.05.2019, 03.08.2019, 28.09.2019, 09.11.2019 and 03.02.2020. The time gap between two Board Meetings has not exceeded the limit of one hundred and twenty days as specified under SEBI (LODR) Regulations, 2015.
- vi. Details of attendance of Directors at Board Meetings, last Annual General Meeting and the details of other Directorships and Memberships / Chairmanships of Committees of each Directorship in other Companies for the year ended 31.03.2020 are furnished below. Further none of them is member of more than ten committees or Chairman of more than of five committees across all the public Companies.

| Name of the Director | Category of Directorship and Designation | Attendance Particulars | | No. of Directorships in other Companies | | Committee Membership | Committee Chairmanship |
|----------------------|--|------------------------|----------|---|--------|----------------------|------------------------|
| | | Board Meetings | Last AGM | Private | Public | | |
| Mr. G. Yoganand | Promoter, Executive Chairman and Managing Director | 5 | Yes | 8 | 4 | 2 | - |
| Mr. K. Krishna Murty | Independent Non-Executive Director | 5 | Yes | - | 1 | 3 | 1 |
| Mr. D. L. S. Sreshti | Independent Non-Executive Director | 5 | Yes | 1 | 2 | 3 | 2 |
| Ms. G Veena | Non-Executive Woman Director | 4 | Yes | 4 | - | 3 | - |

* Membership / Chairmanship in audit, stakeholder, CSR and nomination committee of all public limited companies, whether listed or not, including the Company are considered.

* The Directors of the company are holding the Board position only in Manjeera Constructions Ltd.

The terms and conditions of appointment of the Independent Directors are disclosed on the website of the Company: - www.manjeera.com

- vii. During the year, the Independent Directors met once on February 03, 2020, without the presence of non-Independent Director and the members of the Management. Independent Directors at their meeting, reviewed the performance of non-independent Directors and the Board as a whole and assessed the quality and timeliness of flow of information between the Company management and the Board, for the Board to effectively and reasonably perform their duties. All the Independent Directors attended the meeting.

Committees of the Board:

The Board has constituted 3 standing Committees to focus on specific functions and to facilitate the decision making process. The Company Secretary acts as the Secretary to the Meetings and the Minutes of the committees are duly reviewed by the Board.

Details of the Committees, relationship inter se and their Membership are provided hereunder:

| Name of the Director | Name of the Committee | | | Relationship with each other |
|----------------------|-----------------------|-------------------------------------|---------------------------|------------------------------|
| | Audit Committee | Stakeholders Relationship Committee | Nomination & Remuneration | |
| Mr. G.Yoganand | No | No | No | Father of Ms. G Veena |
| Ms. G Veena | Yes | Yes | Yes | Daughter of Mr. G Yoganand |
| Mr. K. Krishna Murty | Yes | Yes | Yes | ** |
| Mr. D. L. S. Sreshti | Yes | Yes | Yes | |

1. None of the Directors on the Board is a Member of more than Ten Committees nor was the Chairman of more than five Committees across all Companies in which they are Directors.

** No inter-se relationship with any of the Directors of your Company.

The shareholding of the Non-Executive Directors of your Company as on 31st March, 2020 is as follows:

| Name of the Director(s) | Nature of Directorship | No. of shares held | Percentage to the paid up share capital |
|-------------------------|--------------------------------------|--------------------|---|
| Mr. K.Krishna Murty | Non-Executive Director / Independent | 85 | 0.006 |
| Mr. D.L.S Sreshti | Non-Executive Director / Independent | Nil | Nil |
| Ms. G Veena | Non-Executive Director | 10,125 | 0.08 |

viii. Familiarization programme for Independent Directors:

The Company has put in place a familiarization programme for Independent Directors to familiarize them with the Company, their roles, rights, responsibilities in the Company, nature of industry in which the Company operates and business model of the Company.

The areas of coverage of the familiarization programme for Independent Directors is available on the website at the link: www.manjeera.com.

3. BOARD / COMMITTEE MEETINGS AND PROCEDURE

a) Decision Making Process:

The Board's mandate is to oversee the Company's strategic direction, review corporate performance, authorize and monitor investments, ensure regulatory compliance and safeguard interests of all stakeholders.

In order to setup the systems and procedures for the matters requiring decisions by the Board, the Board of Directors has followed code of conduct framed for this purpose. The said code of conduct seeks to systematize the decision making process in the most efficient manner.

b) Scheduling and selection of Agenda Items for Board/Committee Meetings:

- The Company holds minimum of four Board Meetings in each year, which are pre-scheduled after the end of each financial quarter. Apart from the four pre-scheduled Board Meetings, Additional Board Meetings will be convened by giving appropriate notice at any time to address the specific needs of the Company. The Board also approves urgent matters by passing Resolutions by Circulation.
- Under the direction of Managing Director, the Company Secretary in consultation with other concerned persons in the senior management, finalizes the agenda items for the Board / Committee Meetings and circulates in advance, the agenda along with the explanatory notes to the Board / Committee Members and other invitees.
- Where it is not practicable to attach any document or the Agenda which is of sensitive nature, the same is circulated at the meeting with the approval of the Chair. In special and exceptional circumstances, additional or supplemental items on the agenda are taken up for discussion with the permission of the Chair and after consensus is reached. Sensitive / Confidential subject matters are discussed at the meeting even without written material being circulated.
- The meetings of the Board/Committees are normally held at the Registered Office of the Company.
- The Members of the Board have complete access to all information of the Company.

c) Recording Minutes of Proceedings at Board and Committee Meetings:

The Company Secretary records the Minutes of the proceedings of each Board and Committee meetings. Draft Minutes are circulated to all the Members of the Board / Committee for their comments. The final minutes are entered in the Minutes book within 30 days from conclusion of the meeting and are signed by the Chairman in the next meeting.

d) Compliance:

While preparing the Agenda, Notes on agenda, minutes of the meeting(s), adequate care is taken to ensure adherence to all the applicable Laws and Regulations including the Companies Act, 2013 read with the Rules issued there under.

e) Role of Independent Directors:

Independent Directors play a key role in the decision-making process of the Board as they approve the overall strategy of the Company and oversee the performance of the management. The Company benefits immensely from their inputs in achieving its strategic direction.

The Committees constituted by the Board have majority of Independent Directors as members. The Independent Directors are committed to act in what they believe is in the best interest of the Company and its Stakeholders. Based on the declarations given by the Independent Directors from time to time in the opinion of the board, the independent directors fulfill the conditions specified in the regulations and are independent of the management.

f) Information placed before the Board of Directors, inter alia, includes:

- i. Quarterly Results for the Company.
- ii. Annual Accounts, Directors' Report etc.
- iii. Minutes of meetings of Board and other committees of the Board.
- iv. Minutes of meetings of Board of subsidiary companies.
- v. Reconciliation of Share Capital Audit.
- vi. Review of status of execution of various projects of the Company.
- vii. Review of operations of the subsidiary companies.
- viii. Formulation of various Policies of the Company
- ix. Disclosure of Interest by Directors about directorship and committee positions occupied by them in other companies.
- x. The information on recruitment and remuneration of senior officers just below the board level, including appointment or removal of Chief Financial Officer and the Company Secretary.
- xi. Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer etc.
- xii. Information relating to major legal disputes.
- xiii. The directors have expertise in the fields of strategy, management and governance, finance, operations, science, technology and human resources. Such expertise enables the board to steer the company in the right direction.

Table below gives details of their individual competence, expertise and skills.

| MATRIX OF BOARD EXPERTISE | | | | | |
|---------------------------|----------|---------------------------|---------|-----------------|------------------------------------|
| Name | Strategy | MANAGEMENT AND GOVERNANCE | FINANCE | HUMAN RESOURCES | SCIENCE, TECHNOLOGY AND OPERATIONS |
| GAJJALA YOGANAND | ✓ | ✓ | ✓ | ✓ | ✓ |
| D.L.S SRESHTI | ✓ | ✓ | ✓ | ✓ | ✓ |
| K KRISHNA MURTY | ✓ | ✓ | ✓ | ✓ | ✓ |
| SUDHAKAR GANDE | ✓ | ✓ | ✓ | ✓ | ✓ |
| GAJJALA VIVEKANAND | ✓ | ✓ | ✓ | ✓ | ✓ |
| GAJJALA VEENA | ✓ | ✓ | ✓ | ✓ | ✓ |

- xiv. All other significant events / information.

4. AUDIT COMMITTEE

The main objective of the Audit Committee is to review with management, the quarterly / annual financial statements prior to recommending the same to the Board for its approval. The Committee also assists the Board in its responsibility for overseeing the quality and integrity of accounting, auditing and reporting practices of the Company and its compliance with the legal and regulatory requirements.

a) Terms of Reference:

The terms of reference of the Audit Committee inter alia, cover the matters specified under Regulation 18 of SEBI (LODR) Regulation, 2015 as well as the provisions specified in Section 177 of Companies Act, 2013 and more particularly include the following:

- i) To review the Company's financial reporting process and disclosure of financial information.
- ii) Review of Internal Control Systems and Procedures.
- iii) Review of Related Party Transactions.
- iv) Review the performance of auditors to ensure that an objective, professional and cost effective relationship is maintained.

b) Role of Audit Committee:

The role of the audit committee includes the following activities:

- Recommends to the Board, the appointment or re-appointment of Statutory Auditors and the audit fees payable to them.
- To discuss with statutory auditors about the nature & scope of audit prior to the commencement of audit and areas of concern, if any, arising post audit.
- Approving fees payable to statutory auditors for other services rendered by them.
- To investigate any activity within its terms of reference.
- To Review Statutory Dues, Inter Corporate Deposits, Analysis of Debtors, Insurance Coverage of assets of Company etc.

c) Composition and Meetings of the Committee:

The Audit Committee comprises of two Independent Directors and one non-executive director. The Company Secretary of the Company is the secretary to the committee. Mr. D.L.S. Sreshti is the Chairman of the Committee. He possesses requisite financial / accounting expertise. The quorum for the meeting of the committee is two members. The committee acts as a link between the management, statutory auditors and the Board of Directors.

In addition to the members and Company Secretary, representatives of statutory auditors are also invited to attend the audit committee meeting to reply to the queries, if any, by the committee members.

During the year under review, the Audit Committee met Four times. The Audit Committee Meetings were held on 22.05.2019, 03.08.2019, 09.11.2019 and 03.02.2020.

The composition and attendance of the members at the meeting of the Audit Committee is as under:

| Name of the Member | Designation | Nature of Directorship | No. of Meetings Attended |
|----------------------|-------------|--|--------------------------|
| Mr. D. L. S. Sreshti | Chairman | Independent & Non-Executive Director | 4 |
| Mr. K. Krishna Murty | Member | Independent & Non-Executive Director | 4 |
| Ms. G Veena | Member | Non-Executive & Non-Independent Director | 3 |

* The Chairman of the Audit Committee was present at the last Annual General Meeting.

5. NOMINATION & REMUNERATION COMMITTEE

The Company is having a Remuneration Committee and Mr. DLS Sreshti & Mr. K. Krishna Murty are the Members of the said Committee. However, as per the provisions of section 178 (1) of Companies Act, 2013, and Regulation 19 of SEBI (LODR) Regulation, 2015, the Board of Directors of every listed Company, shall constitute the Nomination and Remuneration Committee consisting of three or more non-executive directors out of which not less than 1/2 shall be independent directors. Accordingly, the Board has renamed the Remuneration committee to Nomination & Remuneration committee in the Board meeting held on 14.08.2014.

- i. The committee is constituted to determine on their behalf and on behalf of the shareholders with agreed terms of reference, the company's policy on specific remuneration packages for directors. The remuneration policy of the company is directed towards evaluating performance on a periodic basis.

Brief description of terms of reference.

The functioning and terms of reference of the nomination & Remuneration Committee are prescribed under the erstwhile listing agreement and the Listing Regulations. It determines the Company's policy on all elements of the remuneration packages of the Directors including the executive Directors. The role of the committee includes the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommending to the Board of Directors a policy relating to the remuneration of the directors, Key managerial personnel and other employees.
- Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;
- Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommending to the Board of Directors for their appointment and removal;
- Performance evaluation of Independent Directors; and
- Recommend to the Board all remuneration, in whatever form payable to senior management,

Composition and Meetings of Committee:

As per the provisions of section 178 (1) of Companies Act, 2013, the Committee comprises of the following Members after re-constitution of the committee on 14.08.2014:

| Name of the Member | Designation | Nature of Directorship |
|----------------------|-------------|--|
| Mr. D. L. S. Sreshti | Chairman | Independent & Non-Executive Director |
| Mr. K. Krishna Murty | Member | Independent & Non-Executive Director |
| Ms. G Veena | Member | Non-Independent & Non-Executive Director |

ii. Meetings and attendance during the year 2019-20

During the year, two meetings of the Nominations and Remuneration Committee was held on 03.08.2019 and 28.09.2019. All members attended the said meeting held during FY 2019-20

iii. Performance evaluation criteria for Independent Directors:

Independent Directors have three key roles- governance, control and guidance. Some of the performance indicators, based on which the independent directors are evaluated, are:

- Contribution to and monitoring Corporate Governance practices.
- Ability to contribute to address top management issues.
- Active participation in long term strategic planning
- Commitment to the fulfillment of obligations and responsibilities.

The performance evaluation of Independent Director is done by the Board annually based on criteria of attendance and contributions at Board/Committee meetings and also the role played them other than at meetings.

In line with Corporate governance guidelines, evaluation of all Board members is done on an annual basis. This evaluation is done by the entire Board led by the Chairman of the Board with specific focus on the performance and effective functioning of the Board, committees of the Board and individual directors and reported to the Board. The evaluation process also considers the time spent by each of the Board members, core competencies, personal characteristics, accomplishment of specific responsibilities and expertise.

The entire Board of directors (excluding the director being evaluated) evaluated the performance of Independent directors and on the basis of performance evaluation, the Board decided to continue the term of appointment of Independent Directors.

iv. Remuneration paid to Directors:

a. Executive Directors

The details of remuneration paid/payable to the Managing Director for the financial year 2019-20 is given below:

(Amount in ₹)

| Name of the Director | Salary, Allowances & Perks | Commission | Loans and Advances from the Company | Total |
|----------------------|----------------------------|------------|-------------------------------------|-----------|
| Mr. G. Yoganand | 24,00,000 | Nil | Nil | 24,00,000 |

The present remuneration structure of Executive Director comprising of salary, perquisites and allowances have been approved by the Shareholders of the Company.

Non-Executive Directors

All the Non-Executive directors receive remuneration only by way of sitting fees for each meeting of the Board. Sitting fees @ ₹5,000/- per meeting is paid for attending each meeting of the Board and Audit Committee. The details of sitting fees paid to Non-Executive Directors for the financial year 2019-20 are as under:

| Name of the Director | Sitting Fees (Amount in ₹) |
|----------------------|----------------------------|
| Mr. K. Krishna Murty | 55,000 |
| Mr. D. L. S. Sreshti | 55,000 |
| Ms. G Veena | 45,000 |

Except as mentioned above, sitting fee paid to respective Directors and reimbursement of expenses incurred towards attending the meetings, no other payment to individual Directors were made during the Financial Year 2019-20.

b. Details of fixed component and performance linked incentives, along with the performance criteria: NIL

c. Service contracts, notice period, severance fees: NIL

d. Stock option details, if any and whether issued at a discount as well as the period over which accrued and over which exercisable: NIL.

6. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Company is already having a Share Transfer & Investors Grievance Committee and Mr. DLS Sreshti & Mr. K. Krishna Murty are the Members of the said Committee under the provision of Listing Agreement. As per the provisions of the Regulation 20 of SEBI (LODR) Regulations, 2015, Company need to Constitute Stakeholders Relation Committee to specifically look into the mechanism of redressal of grievances of shareholders, and security holders.

In this regard Board of the Company had renamed Share Transfer & Investors Grievance Committee to Stakeholders' Relationship Committee in the Board meeting held on 14.08.2015, which consists of two directors namely Mr. K Krishna Murthy and Mr. DLS Sreshti and it was reconstituted on 27.03.2019 and appointed Ms. Veena Gajjala as member of the committee w.e.f 27.03.2019. The details of the Committee given as at the end of the financial year:

| | |
|--|---|
| Name of non-executive Director heading the Committee | Mr. K Krishna Murthy, non-executive and Independent Director chairs the stakeholder relationship committee. |
| Name and designation of Compliance officer | Mr. CH N V Rambabu, Company Secretary & Compliance Officer |
| Number of Shareholders' complaints received so far | NIL |
| Number of complaints not solved to the satisfaction of shareholder | NIL |
| Number of pending complaints | NIL |

The Stakeholders Relationship Committee is constituted to look into the matters related to approval of share transfers, transmissions, dematerialization, issue of duplicate share certificates, non-receipt of Annual Reports, non-receipt of dividends and other issues concerning shareholders / investors.

Mr. CH N V Rambabu, Company Secretary of the Company was nominated as Compliance Officer under SEBI (LODR) Regulations, 2015 and is responsible for expediting the share transfer formalities. He also looks into the investor grievances and supervises & co-ordinates with **M/s. XL Softech Systems Limited, Registrar & Share Transfer Agent for redressal of grievances. Every quarter the Company is uploading the status of complaints received and their respective redressal to BSE.**

The Company has a designated e-mail address, investors@manjeera.com to redress investors' grievances. During the year, the company has not received any complaint from its shareholders. There was no un-resolved investor complaint as at the end of the financial year.

The contact details of Compliance Officer & Company Secretary are as given below:

Mr. CH N V Rambabu
Company Secretary & Compliance Officer

Manjeera Constructions Limited
#711, Manjeera Trinity Corporate,
JNTU-Hitech City Road, Kukatpally – 500 072
Tel: 040-66479647/ 66479664
E-mail Id: cs@manjeera.com

7. GENERAL BODY MEETINGS

a) Annual General Meetings:

The details of date, time and location of Annual General Meetings (AGM) of the Company held during the last three years and the Special Resolutions passed thereat are as follows:

| Meeting | Venue | Date | Time | Special Resolutions passed |
|----------------------|--|------------|----------|--|
| 32 nd AGM | Hotel Aditya Park, Ameerpet, Hyderabad | 28.09.2019 | 9:30 A.M | i. Re-appointment of Shri. K Krishna Murthy as an Independent Director of the Company for the second term of 5 (five) consecutive years ii. Re-appointment of Shri. DLS Sreshti as an Independent Director of the Company for the second term of 5 (five) consecutive years iii. Revision in Remuneration to Mr. Gajjala Yoganand, Managing Director of the Company for a period of 1 year (One) year, w.e.f. 1st April, 2019 iv. Adoption of new set of Article of Association |
| 31 st AGM | Hotel Aditya Park, Ameerpet, Hyderabad | 29.09.2018 | 9:30 A.M | i. Investment(s), Loans, guarantees and security in excess of limits specified under section 186 of the Companies Act, 2013 ii. To approve transactions under Section 185 of the Companies Act, 2013 iii. Variations in the terms of appointment of Managing Director |
| 30 th AGM | Hotel Aditya Park, Ameerpet, Hyderabad | 29.09.2017 | 9.30 A.M | i. Borrowing powers of the Board ii. Creation of Charge on the assets of the Company |

b) Extra-Ordinary General Meetings:

No Extra-Ordinary General Meeting was held during the year under review.

c) Postal Ballot:

No Postal Ballot has been conducted by the Company during the year under review.

8. SUBSIDIARIES

The Company has four subsidiaries, M/s/ Manjeera Retail Holdings Private Limited and M/s. MTM Estates and Properties Private Limited and M/s. GM Infra Ventures Private Limited are the Wholly Owned Subsidiaries and M/s. Manjeera Developers Private Limited is a subsidiary.

Pursuant to Regulation 24 of SEBI (LODR) Regulations, 2015 with the Stock Exchanges, Mr. K. Krishna Murthy and Mr. DLS Sreshti, (Non-Executive Independent Directors) of the Company is on the Board of Manjeera Retail Holdings Private Limited, a material unlisted Indian material subsidiary of the Company.

9. MEANS OF COMMUNICATION

The Company regularly interacts with the shareholders from time to time and promptly and efficiently disseminates information through the Annual report and the Company's website.

- **Quarterly / Half-Yearly / Annual Results:**

The Financial Results are generally published in The Financial Express, English daily newspaper circulating in substantially the whole of India and in Prabhata Velugu or Nava Telangana or Andhra Bhoomi, Telugu vernacular daily newspaper and are also posted on the Company's website www.manjeera.com

- **News Releases:**

The Quarterly, Half-Yearly and Annual Results of the Company are published in the prescribed proforma within 48 hours of the conclusion of the meeting of the Board in which they are considered and are circulated in one English, one Telugu newspaper.

- **Website:**

The Company has dedicated a section to the investors in its website www.manjeera.com wherein information as to financial results, shareholding pattern and Annual Reports are periodically updated.

- **Designated email-id:**

The Company has also designated email-id investors@manjeera.com exclusively for investor servicing.

- **Annual Report:**

Annual Report containing Audited Annual Accounts, Consolidated Financial Statements, Directors' Report, Auditors' Report, Management's Discussion and Analysis and Corporate Governance reports, subsidiaries accounts and Directors' report and other important information is circulated to Members and others entitled thereto and updated in the Company's website.

- **SEBI Complaints Redressal System (SCORES):**

The investors' complaints are also being processed through the centralized web base complaint redressal system. The salient features of SCORES are availability of centralised data base of the complaints and uploading online action taken reports by the Company. Through SCORES, the investors can view online, the actions taken and current status of the complaints.

10. DISCLOSURES

i. **Related Party Transactions:**

There are no materially significant Related Party Transactions which are potentially in conflict with the interests of the Company since all such transactions are negotiated at prevailing market rates/prices, in the best interests of the Company.

All material transactions entered into with related parties as defined under the Act and Regulation 23 of Listing Regulations during the financial year were in the ordinary course of business. These have been approved by the Audit Committee. The Board has approved a Policy for related party transactions which has been uploaded on the Company's website at www.manjeera.com.

There have been no materially significant related party transactions between the Company and its Directors, the Management, subsidiaries or relatives, except for those disclosed in the Board's report. Detailed information on materially significant related party transactions is enclosed as Annexure-IV to the Board's report and the details of all Related Party Transactions during FY 2019-20 are given at note no. 36 to the Standalone Financial Statements.

ii. **Compliances:**

During the year under review there are no penalties or strictures imposed on the company by Stock Exchanges, SEBI or other statutory authorities for non-compliance of any matter related to capital markets. All the returns have been filed within the stipulated time with the authorities concerned.

iii. **Code of conduct for Board and Senior Management:**

The Company has framed and adopted a Code of Conduct for its Directors and senior management personnel duly approved by the Board.

A copy of the said Code of Conduct is available on the Company's website www.manjeera.com.

All Board Members and senior management personnel have confirmed compliance with the Code of Conduct for the financial year 2019-20. A declaration to this effect signed by the Managing Director of the Company is enclosed at the end of this report.

iv. **Whistle Blower Policy / Vigil Mechanism:**

The Company has adopted a Whistle Blower Policy and has established necessary mechanism for employees to report concerns about unethical behavior or violation of the Company's Code of Conduct. The Whistle Blower Policy requires every employee to promptly report to the Management any actual or possible violation of the code. The disclosures if any reported are addressed in the manner and within the time frames prescribed in the policy.

No person has been denied access to the Management/Audit Committee. Further, the said policy has been posted to the Company's website, www.manjeera.com.

v) **Policy on Prevention of Insider Trading:**

In line with the commencement of the Companies Act 2013, the Company has adopted a policy for prevention of Insider Trading in accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015 effective from 15th May 2015, applicable to all the directors and other designated employees who may have access to unpublished price-sensitive information. Accordingly, such officials are prohibited from trading in the securities of the Company during the notified "trading window" period. This policy is an amendment of the policy made under SEBI (Prohibition of Insider Trading) Regulations, 1992.

vi) **Details of compliance with mandatory requirements and adoption of non-mandatory requirements:**

The Company has complied with all the applicable mandatory requirements. The Company has not adopted the non-mandatory requirements of the Listing Regulations.

vii) **Accounting Treatment in preparation of Financial Statements:**

The guidelines / accounting standards laid down by the Institute of Chartered Accountants of India (ICAI) and prescribed under Section 133 of the Companies Act, 2013 have been followed in preparation of the financial statements of the Company in all material aspects.

viii) **Web link determining policy for material subsidiary**

The Company has formulated the policy on materiality subsidiary and on dealing with related party transactions and it is available at the website of the Company at www.manjeera.com.

ix) The Company is not dealing in commodity and hence disclosure relating to commodity price risks and commodity hedging is not required.

x) Details of utilization of funds raised through preferential allotments or qualified institutional placement as specified under Regulation 32(7A): Not Applicable

xi) A certificate from the company secretary in practice that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board / Ministry of Corporate Affairs or any such statutory authority has been enclosed separately to this report.

- xii)** Whether the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year: No
- xiii)** Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part: ₹11,80,000/-.
- xiv)** Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:
- number of complaints filed during the financial year : Nil
 - number of complaints disposed of during the financial year : NA
 - number of complaints pending as on end of the financial year : Nil
- xv)** Non-Compliance of any requirement of corporate governance report of sub-paras (2) to (10) above, with reasons thereof:
All the above requirements are complied with.

11. GENERAL SHAREHOLDERS' INFORMATION

Company Registration Details:

The Company is registered in the State of Andhra Pradesh (currently Telangana State), India. The Corporate Identity Number allotted to the company by the Ministry of Corporate Affairs (MCA) is L45200TG1987PLC007228.

The registered office of the Company is situated at #711, Manjeera Trinity Corporate, JNTU Hitech City Road, Kukatpally, Hyderabad-500072

a) Details of 33rd Annual General Meeting:

Date and Time : 19.12.2020 at 10.00 A.M.

Venue : The Company is conducting meeting through VC/OAVM pursuant to the MCA circular dated May 5, 2020 and as such there is no requirement to have a venue for the AGM. For details please refer to the notice of this AGM.

b) Financial Year : April 1 to March 31

c) Date of Book Closure : 11.12.2020 to 18.12.2020 (Both days inclusive)

d) Dividend Payment Date: No dividend declared during the year

e) Listing on Stock Exchanges:

The Company's Equity Shares of the face value of ₹10/- each are listed in the following Stock Exchange in India:

i) Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400001

The Company has paid the Annual Listing Fee for the year 2019-20 and the Annual Custodian Fee to National Securities Depository India Ltd. (NSDL) and Central Depository Services (India) Limited (CDSL).

f) Stock Code

- Scrip Code on BSE : 533078
- Trading Symbol on BSE : MANJEERA
- Demat ISIN in NSDL & CDSL for Equity Shares : INE320D01018

g) Market Price Data:

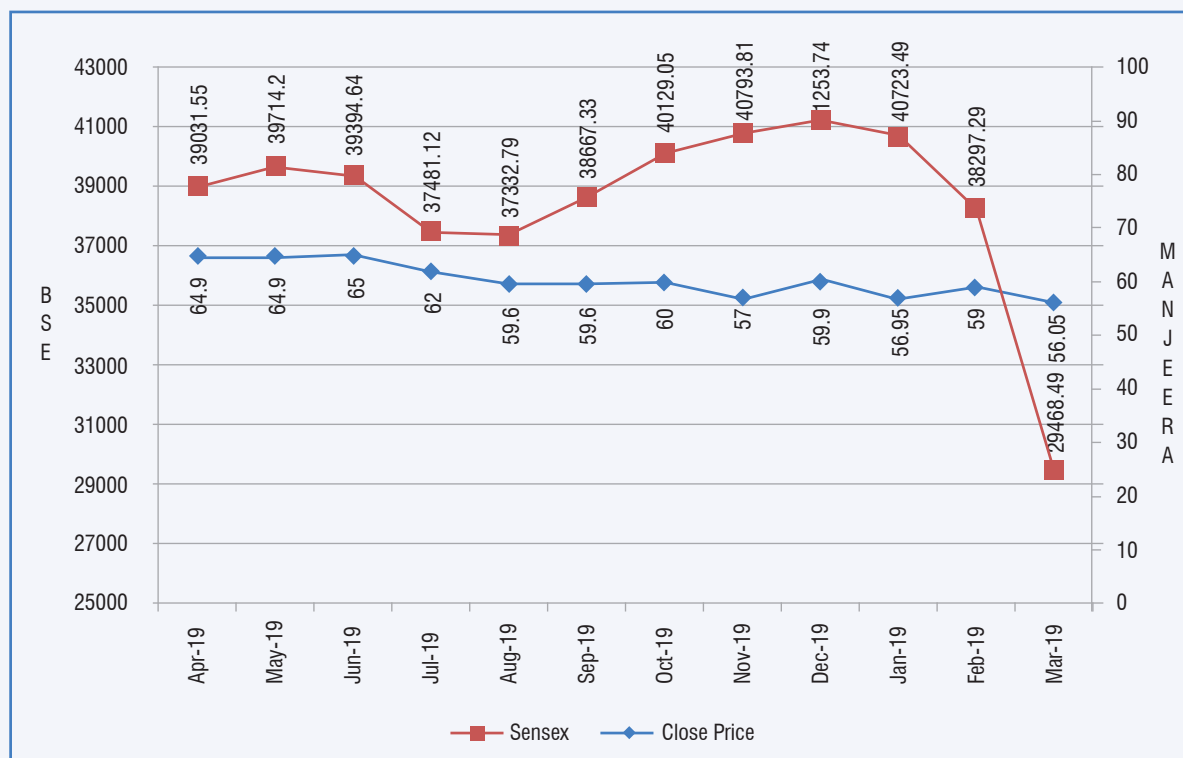
The Equity Shares of the Company are traded on Bombay Stock Exchange.

The monthly high and low of stock quotations traded on BSE during the last financial year are given below:

| Month | BSE | | |
|-----------------|-----------|----------|----------------------|
| | High (Rs) | Low (Rs) | No. of Shares Traded |
| April, 2019 | 65.35 | 62.25 | 8165 |
| May, 2019 | 64.9 | 64.9 | 492 |
| June, 2019 | 65 | 64.9 | 636 |
| July, 2019 | 65 | 62 | 538 |
| August, 2019 | 61 | 59.5 | 7851 |
| September, 2019 | 59.60 | 59 | 0 |
| October, 2019 | 60 | 59 | 15168 |
| November, 2019 | 62.8 | 57 | 1284 |
| December, 2019 | 60.5 | 59.5 | 60000 |
| January, 2020 | 56.95 | 56.95 | 128 |
| February, 2020 | 59.75 | 59 | 6000 |
| March, 2020 | 56.05 | 56.05 | 2 |

h) Performance in comparison to broad-based indices with BSE Sensex:

MANJEERA VS. SENSEX



i) Details of Registrars and Share Transfer Agents:

M/s. XL Softech Systems Limited

Plot No. 3, Sagar Society, Banjara Hills,

Road No. 2, Hyderabad - 500 034

Tel: +91-40- 23545913/ 14/ 15, Fax: +91-40- 23553214

Email: xlfield@gmail.com

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

Contact Person: Mr. **R. Ram Prasad**

j) Share Transfer System:

The Company's shares are compulsorily traded in the dematerialized form in the Stock Exchanges where it is listed.

Dematerialized shares are transferable through depository system while the physical share transfers are processed by the Registrar and Share Transfer Agent, M/s. XL Softech Systems Ltd. The Share Transfer requests which are valid and complete in all respects are normally processed within 15 days of receipt of the documents. Dematerialisation requests are processed within 10 days.

The summary of the above information is placed before the Share Transfer and Investor Grievance Committee.

The company obtains a half-yearly audit certificate with regard to compliance of share transfer formalities as required under Regulation 7(3) of the SEBI (LODR) Regulations, 2015 with Stock Exchanges and also the Reconciliation of Share Capital Audit Report from a Company Secretary in Whole-time Practice, and also files copies of the same with the Stock Exchanges.

(k) Distribution of Shareholding:

The distribution of shareholding as on 31st March, 2020 is detailed below:

| Sl. No | Category | | No. of Shareholders | Percentage(%) of Shareholders | Share Amount In ₹ | Share Amount % |
|--------|------------------|----|---------------------|-------------------------------|---------------------|----------------|
| | From | To | | | | |
| 1 | Upto-5,000 | | 482 | 72.05 | 4,26,780 | 0.34 |
| 2 | 5,001-10,000 | | 52 | 7.77 | 3,65,350 | 0.29 |
| 3 | 10,001-20,000 | | 40 | 5.98 | 5,78,840 | 0.46 |
| 4 | 20,001-30,000 | | 10 | 1.49 | 2,49,380 | 0.20 |
| 5 | 30,001-40,000 | | 9 | 1.35 | 3,19,580 | 0.26 |
| 6 | 40,001-50,000 | | 5 | 0.75 | 2,37,660 | 0.19 |
| 7 | 50,001-1,00,000 | | 18 | 2.69 | 14,58,260 | 1.17 |
| 8 | 1,00,001 & above | | 53 | 7.92 | 12,14,48,330 | 97.09 |
| | Total | | 669 | 100.00 | 12,50,84,180 | 100.00 |

Details of Shareholding:

The details of shareholding pattern of the company as on 31st March, 2020 is as follows:

| Category of Shareholder | No. of shares | % |
|------------------------------|--------------------|------------|
| Promoters and Promoter group | 92,68,577 | 74.10 |
| Public: | | |
| Bodies Corporate | 6,75,820 | 5.40 |
| Individuals | 25,45,666 | 20.35 |
| Non-Resident Individuals | 18,355 | 0.15 |
| Total | 1,25,08,418 | 100 |

l) Dematerialization of Shares and Liquidity:

The Company's securities are being held in dematerialized form in both National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL). 1,21,83,338 equity shares aggregating to 97.40% of the total Equity Capital is held in dematerialized form as on 31st March, 2020

m) There is no American depository receipts (ADR) and / or Global depository receipts GDR holding in the Company.**n) Project Locations:** Project details are as given in Management Discussion and Analysis Report.**o) Equity Shares in the Suspense Account**

In accordance with the requirement of Regulations 34(3) and Schedule V Part F of SEBI (LODR) Regulations, 2015, the Company reports the following details in respect of equity shares lying in the suspense account which were issued in dematerialized form pursuant to the public issue of the Company:

| Aggregate No. of Shareholders and the outstanding shares in the suspense account at the beginning of the year. | No. of shareholders who approached the company for transfer of shares from suspense account during the year. | No. of shareholders to whom shares were transferred from suspense account during the year. | Aggregate No. of Shareholders and the outstanding shares in the suspense account at the end of the year. |
|--|--|--|--|
| NIL | NIL | NIL | NIL |

*** Voting Rights on these shares shall remain frozen till the rightful owner of such shares claims the shares*

p) Address for Communication

In the event of any queries / grievances, please contact:

Mr. CH N V Rambabu

Company Secretary & Compliance Officer
Manjeera Constructions Limited
#711, Manjeera Trinity Corporate,
JNTU-Hitech City Road,
Kukatpally, Hyderabad-500072
Tel: 040-66479647/66479664
E-mail Id: cs@manjeera.com

Details of dates of transfer to Investor Education and Protection Fund (IEPF):

| Financial Year | Date of Declaration of Dividend | Due date to transfer to IEPF |
|----------------|---------------------------------|------------------------------|
| 2012-13 | 30.09.2014 | November, 2020 |

12. SUBSIDIARY MONITORING FRAME WORK

The company's subsidiaries are managed with its own Board having the rights and obligations to manage such company in the best interest of its shareholders. The Company has nominated an Independent Director on the Board of the Wholly owned subsidiary and periodically reviews the operations and financial statements of the subsidiary at its Board Meetings.

13. COMPLIANCE CERTIFICATE OF AUDITORS

The Company has obtained a certificate from the Statutory Auditors confirming compliance with the conditions of Corporate Governance and the same is attached to this report.

14. COMPLIANCE REPORT ON DISCRETIONARY REQUIREMENTS UNDER REGULATION 27(1) OF THE LISTING REGULATIONS

The Company has adopted / complied with the discretionary requirements specified in Part E of Schedule II as detailed below:

- The Board:
Since the Chairperson is an Executive Chairman, the maintenance of Office to the Non-executive Chairperson at the Company's expense is not applicable.
- Shareholders' rights:
All the quarterly financial results are submitted to the Bombay stock exchange and are simultaneously placed on the website of the Company at: www.manjeera.com apart from publishing the same in the newspapers.
- Modified opinion(s) in audit report:
There are no modified opinion(s) in the Audit Reports.
- Separate posts of Chairperson and Chief Executive Officer:
The Company does not have separate persons to the post of chairperson and Chief Executive Officer.
- Reporting of internal auditor:
The Internal auditor reports to the Chairman of the Audit Committee directly.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Manjeera Constructions Limited,
#711, Manjeera Trinity Corporate,
JNTU-Hitech City Road,
Kukatpally Hyderabad,
Telangana - 500072, India

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Manjeera Constructions Limited, having CIN (Corporate Identification Number) L45200TG1987PLC007228 and having registered office at 711, Manjeera Trinity Corporate, JNTU-Hitech City Road, Kukatpally, Hyderabad Telangana-500072 India (hereinafter referred to as "the Company"), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C sub clause (10)(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Director Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

| S No | Name of Director | DIN | Date of appointment in Company |
|------|----------------------------------|----------|--------------------------------|
| 1. | Gajjala Yoganand | 00850735 | 2nd March, 1987 |
| 2. | Lokamanya Subbaiah Sreshti Dodda | 00147325 | 12th November, 2011 |
| 3. | Krishna Murty Kompella | 01466390 | 18th June, 1997 |
| 4. | Gajjala Veena | 06380343 | 28th January, 2019 |

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

Place : Hyderabad
Date : 12th November, 2020

For R & A Associates
(G Ragh Babu)
Partner
FCS. No.# 4448, C.P. # 2820
UDIN: F004448B001224029

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members
Manjeera Constructions Limited

Independent Auditors' Certificate on Corporate Governance

This certificate is issued in accordance with terms of our engagement with Manjeera Constructions Limited ('the Company')

We have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31 2020, as stipulated in Regulations 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

Management's Responsibility

The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditor's Responsibility

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

We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on compliance with Corporate Governance requirements by the Company.

We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

Opinion

Based on our examination of the relevant records and according to the information and explanation provided to us and the representations provided by the Management, we certify that the Company has complied with conditions of Corporate Governance as stipulated in Regulations 15(2) of the Listing Regulations during the year ended March 31, 2020.

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

For M Bhaskara Rao & Co
 Chartered Accountants
 Firm Registration No: 000 459 S

V K Muralidhar
 Partner
 Membership No. 201570
 UDIN: 20201570AAAIS6916

Place : Hyderabad
 Date : 12th November, 2020

CEO / CFO Certification

(Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015)

In accordance Regulation 17(8) of SEBI (LODR) Regulations, 2015 we, G Yoganand, Managing Director & Chief Executive Officer and Archana Yanamandra, Chief Financial Officer of Manjeera Constructions Ltd. (the Company) hereby certify that:

- a) We have reviewed the financial statements and the cash flow statement for the year ended March, 2020 and that to the best of our knowledge and belief:
 - (i) These statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading;
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- c) We are responsible for establishing and maintaining internal controls for financial Reporting in the Company and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which they are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the auditors and the Audit committee that:
 - (i) There has not been any significant changes in internal control over financial reporting during the year;
 - (ii) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - (iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

G.Yoganand
Managing Director & Chief Executive Officer

Archana Yanamandra
CFO

Place: Hyderabad
Date: 12.11.2020

INDEPENDENT AUDITOR'S REPORT

To

The Members of **Manjeera Constructions Limited**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **Manjeera Constructions Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including other Comprehensive Income), the Statement of Change in Equity and the Statement of Cash Flow for the year then ended and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information ("here after referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the Profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI 's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Emphasis of Matter

We draw attention to Note: 41 of the standalone financial statements which describes the uncertainties and the management's assessment of the financial impact due to lock down and other restrictions and conditions related to COVID-19 pandemic situation, for which a definitive assessment of the impact in the subsequent period is highly dependent on future economic developments and circumstances as they evolve.

Our opinion is not modified in this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report

| S. No | Key Audit Matters | Auditors Response |
|-------|--|---|
| 1 | <p>Carrying values of Inventories (Construction work in Progress and Stock in Trade)</p> <p>There is a risk that the valuation of inventory may be misstated as it involves the determination of net realizable value (NRV) and estimated total construction cost of completion of each of the projects which is an area of judgement.</p> <p>Refer Notes 2.2.2 to the Standalone Financial Statements</p> | <p>Principal audit procedures</p> <p>We assessed the Company's process for the valuation of inventories. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <ul style="list-style-type: none"> • Evaluated the design of the internal controls relating to the valuation of inventories. • Tested the operating effectiveness of controls for the review of estimates involved for the expected cost of completion of projects including construction cost incurred, construction budgets and net realizable value. We carried out a combination of procedures involving enquiry and observation, and inspection of evidence in respect of operation of these controls. <p>Selected a sample of project specific inventories and performed the procedures around:</p> <ul style="list-style-type: none"> • Construction costs incurred for the project specific inventories by tracing to the supporting documents, estimated total construction cost to be incurred for completing the construction of the project and corroborated the same with the reports from external supervising engineers, where applicable. Obtained the company's assessment of NRV for the project specific inventories. • The expected net amounts to be realized from the sale of inventory in the ordinary course of business. |
| 2 | <p>Fair Valuation of Non-current Investments</p> <p>The investments which are carried at Amortised cost involves assumptions and estimates in evaluation of inputs used for the purpose of fair valuation.</p> <p>There is a risk that these investments are subject to diminution in value of investments as at March 31, 2020</p> <p>Refer Notes 2.2.15a and 4 to the Standalone Financial Statements</p> | <p>Principal audit procedures</p> <p>We assessed the Company's valuation methodology of non-current investments carried at amortised cost.</p> <ul style="list-style-type: none"> • Evaluated the design of the internal controls relating to the valuation of non-current investments at amortised cost. • Tested the operating effectiveness of controls for the review of assumptions and estimates used in evaluation of inputs for the purpose of fair valuation. We carried out a combination of procedures involving enquiry and observation, and inspection of evidence in respect of operation of these controls. • For a sample of non-current investments at amortised cost we performed the following procedures: • Reviewed the latest financial statements of the investee company and evaluated the realisable value of the assets net of liabilities and tested the impairment requirements. |

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Management Discussion and Analysis, Financial and Operational Review, Director's Report, Corporate Governance Report, Annual Report on CSR activities, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit, or otherwise appears to be materially misstated.

If, based on the work we have performed we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone 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 Standards specified under section 133 of the Companies Act, 2013, 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibility for the Audit of Standalone Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the applicable.
2. As required by Section 143(3) of the Companies Act, 2013, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of changes in Equity and the Statement of cash Flow dealt with by this Report are in agreement with the books of the account.
 - d) in our opinion, the aforesaid standalone 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 March 31, 2020, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020, 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'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting of those companies, for reasons stated therein.
 - g) with respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h) with respect to the other matters to be included in the Auditor's 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 has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note No. 33 to the standalone financial statements.
 - ii) The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses and
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company for the year ended March 31, 2020.

For M Bhaskara Rao & Co
Chartered Accountants
Firm Registration No: 000 459 S

V K Muralidhar
Partner
Membership No. 201570
UDIN: 20201570AAAADQ8180

Place : Hyderabad
Date : June 29, 2020

Annexure A to the Independent Auditors' Report

(Referred to in paragraph '1' under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of **Manjeera Constructions Limited** of even date)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) All fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion is reasonable having regard to the size of the Company and the nature of its assets. Discrepancies noted on such verification were not material and have been properly dealt with in the books of account.
- (c) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given the management, the title deeds of all the immovable properties included in the fixed assets are held in the name of the Company.
- (ii) The management has conducted the physical verification of inventories at reasonable intervals during the year. Discrepancies noted on the physical verification of inventories were not material and have been properly dealt with in the books of account.
- (iii) In our opinion and according to the information and explanations given to us, the Company has granted unsecured loans to parties covered in the register maintained under Section 189 of the Companies Act, 2013.
 - a. The term and conditions of the loans granted by the Company to parties covered in the register maintained under Section 189 of the Companies Act, 2013 amounting to ₹5,363.11 Lakhs as at March 31, 2020 are not prejudicial to the interests of the Company.
 - b. Schedule of repayment of principal and payment of interest has been stipulated by the Company. The Company is in regular receipt of principal and interest from the parties mentioned as per the register 189 of the Companies Act, 2013.
 - c. There are no over dues towards principal and interest for more than ninety days.
- (iv) In our opinion and according to the information and explanations given to us, in respect of loans, investments, guarantees and securities offered by the Company, the provision of sections 185 and 186 of the Companies Act, 2013 are not applicable to the Company being the company is engaged in providing the infrastructural facilities. Refer Note 42 of the financial statements.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits to which the directions issued by the Reserve Bank of India and the provisions of Section 73 to Section 76 or any other relevant provisions of the Companies Act, 2013 and the Rules framed there under, where applicable, during the year.
- (vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, *prima facie*, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has, generally, been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Goods and Service Tax, Customs Duty, Excise Duty, Cess and any other statutory dues applicable to it, to the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and Service Tax, Customs Duty, Excise Duty, Cess and any other statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.
 - (c) According to the records of the Company, there were no disputed amounts payable in respect of Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess, Service tax, Goods and Service Tax, in arrears as at March 31, 2020.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions and banks. The Company did not have any dues to Government, nor has it issued any debentures as at the balance sheet date.
- (ix) According to the information and explanations given by the management and an overall examination of the balance sheet we report that monies raised by the Company by way of the term loans were applied for the purposes for which those were raised.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management we report that, no fraud by the Company or no fraud by the officers and employees of the Company has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 is not applicable.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, the details have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with them as referred to in provisions of section 192 of the Companies Act, 2013 are not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For M Bhaskara Rao & Co
Chartered Accountants
Firm Registration No: 000 459 S

V K Muralidhar
Partner

Membership No. 201570

UDIN: 20201570AAAADQ8180

Place : Hyderabad

Date : June 29, 2020

Annexure B to the Independent Auditors' report

(Referred to in paragraph '2.f' under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of **Manjeera Constructions Limited** of even date)

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 **Manjeera Constructions Limited** ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by ICAI and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 qualified audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, maintained adequate internal financial controls over financial reporting as of March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India, and except for the possible effects of the material weakness described above on the achievement of the objectives of the control criteria, the Company's internal financial controls over financial reporting were operating effectively as of March 31, 2020.

For M Bhaskara Rao & Co
Chartered Accountants
Firm Registration No: 000 459 S

V K Muralidhar
Partner

Membership No. 201570

UDIN: 20201570AAAADQ8180

Place : Hyderabad
Date : June 29, 2020

Balance Sheet as at March 31, 2020

(All amounts in ₹ Lakhs, except share data and where otherwise stated)

| Particulars | NOTE | As at March 31, 2020 | As at March 31, 2019 |
|--|------|-------------------------|-------------------------|
| ASSETS | | | |
| Non Current Assets | | | |
| Property, Plant and Equipment | 3 | 225.40 | 248.42 |
| Investment Property | 3.1 | 1,438.31 | 1,439.64 |
| Other Intangible Assets | 3.2 | 8.83 | 14.72 |
| Financial Assets: | | | |
| Investments | 4 | 12,014.93 | 11,495.50 |
| Bank balances | 5 | 95.42 | 73.61 |
| Other Financial Assets | 6 | 1,832.70 | 1,708.05 |
| Loans & Advances | 13 | 5,363.11 | - |
| Non Current Tax Assets (Net) | 7 | 186.28 | 11.47 |
| Deferred Tax Assets (Net) | 8 | - | 44.37 |
| Other Non Current Assets | 9 | 49.51 | 247.16 |
| Total Non-Current Assets | | 21,214.49 | 15,282.96 |
| Current Assets | | | |
| Inventories | 10 | 7,513.97 | 10,055.74 |
| Financial Assets: | | | |
| Trade Receivables | 11 | 2,173.77 | 1,924.53 |
| Cash and Cash Equivalents | 12.1 | 12.65 | 173.32 |
| Bank balances other than above | 12.2 | 157.10 | 159.50 |
| Loans | 13 | - | 5,736.24 |
| Other Financial Assets | 14 | 265.58 | 162.82 |
| Other Current Assets | 15 | 1,789.84 | 1,573.36 |
| Total Current Assets | | 11,912.92 | 19,785.51 |
| Total Assets | | 33,127.40 | 35,068.47 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| Equity Share Capital | 16 | 1,250.84 | 1,250.84 |
| Other Equity | 17 | 9,054.24 | 9,032.23 |
| Total Equity | | 10,305.08 | 10,283.07 |
| Liabilities | | | |
| Non Current Liabilities | | | |
| Financial Liabilities: | | | |
| Borrowings | 18 | 15,653.48 | 7,489.94 |
| Provisions | 19 | 28.25 | 22.99 |
| Deferred Tax Liabilities (Net) | 20 | 67.10 | - |
| Total Non Current Liabilities | | 15,748.83 | 7,512.93 |
| Current Liabilities | | | |
| Financial Liabilities: | | | |
| Borrowings | 21 | 855.62 | 9,623.20 |
| Trade Payables: | 22 | | |
| Total outstanding dues of micro and small enterprises | | 2.65 | 11.83 |
| Total outstanding dues of creditors other than micro and small enterprises | | 3,688.35 | 3,523.16 |
| Other Financial Liabilities | 23 | 1,508.13 | 252.92 |
| Provisions | 24 | 4.74 | 13.85 |
| Current Tax Liabilities (Net) | 25 | - | 25.00 |
| Other Current Liabilities | 26 | 1,013.99 | 3,822.51 |
| Total Current Liabilities | | 7,073.49 | 17,272.47 |
| Total Equity and Liabilities | | 33,127.40 | 35,068.47 |

Accompanying notes forming part of the standalone financial statements

As per our report of even date attached

M. Bhaskara Rao & Co
 CHARTERED ACCOUNTANTS
 Firm Registration No: 000 459 S

V K Muralidhar
 Partner

Hyderabad, June 29, 2020

For and on behalf of the Board of Directors of
 Manjeera Constructions Limited

G Yoganand
 Managing Director
 DIN: 00850735

PRRVNE Prasad Raju
 CFO

K Krishna Murty
 Director
 DIN: 01466390

CH N V Rambabu
 Company Secretary
 M.No - A44763

Statement of Profit and Loss for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| Particulars | NOTE | Year Ended March 31, 2020 | Year Ended March 31, 2019 |
|---|------|------------------------------|------------------------------|
| INCOME | | | |
| Revenue from Operations | 27 | 9,690.81 | 7,672.75 |
| Other Income | 28 | 818.63 | 1,226.20 |
| Total Income (A) | | 10,509.44 | 8,898.95 |
| EXPENSES | | | |
| Cost of Sales | 29 | 8,476.55 | 6,624.11 |
| Employee Benefits Expense | 30 | 291.18 | 288.98 |
| Finance Costs | 31 | 1,313.07 | 1,238.56 |
| Depreciation and Amortization Expense (Note 3, 3.1 and 3.2) | 3 | 46.24 | 46.52 |
| Other Expense | 32 | 261.54 | 376.96 |
| Total Expenses (B) | | 10,388.57 | 8,575.14 |
| Profit Before Tax (A-B=C) | | 120.87 | 323.81 |
| Tax expenses | | | |
| Current Tax | 33 | - | 131.00 |
| Deferred Tax | | 107.96 | (81.59) |
| Total Tax expenses (D) | | 107.96 | 49.41 |
| Profit for the year (C-D=E) | | 12.90 | 274.41 |
| Other comprehensive income / (loss) | | | |
| Items that will not be reclassified to profit or loss | | | |
| Remeasurements of the defined benefit plans | | 12.61 | (2.04) |
| Income tax on above | | (3.51) | 0.57 |
| Other comprehensive income / (loss) for the year.(F) | | 9.10 | (1.48) |
| Total comprehensive income for the year. (E+F=G) | | 22.01 | 272.93 |
| Earnings per share of face value of ₹10/-each | | | |
| Basic and Diluted - ₹ | 35 | 0.10 | 2.19 |

Accompanying notes forming part of the standalone financial statements

As per our report of even date attached

M. Bhaskara Rao & Co
CHARTERED ACCOUNTANTS
Firm Registration No: 000 459 S

V K Muralidhar
Partner

Hyderabad, June 29, 2020

For and on behalf of the Board of Directors of
Manjeera Constructions Limited

G Yoganand
Managing Director
DIN: 00850735

PRRVNE Prasad Raju
CFO

K Krishna Murty
Director
DIN: 01466390

CH N V Rambabu
Company Secretary
M.No - A44763

Standalone Cash Flow Statement for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| Particulars | | Year Ended March 31, 2020 | Year Ended March 31, 2019 |
|-------------|---|------------------------------|------------------------------|
| A. | Cash flows from operating activities | | |
| | Profit before tax | 120.87 | 323.81 |
| | Adjustments for: | | |
| | Depreciation and amortisation expense | 46.24 | 46.52 |
| | Finance costs | 1,313.07 | 1,238.56 |
| | Interest income | (677.68) | (919.22) |
| | Dividend income recognised on profit or loss | - | (98.33) |
| | Retained Earnings adjustment as per IND AS | - | (258.93) |
| | Profit on sale of fixed assets | - | (2.40) |
| | Deferred Expenditure Written off | 102.44 | 82.00 |
| | Security deposits (Fair Value Adjustments) | (98.01) | (74.79) |
| | | 686.06 | 13.41 |
| | Operating profit before working capital changes | 806.92 | 337.22 |
| | Changes in working capital: | | |
| | Adjustments for (increase) / decrease in operating assets: | | |
| | (Increase)/decrease in Inventories | 2,541.77 | (3,610.31) |
| | (Increase)/decrease in Trade receivables | (249.23) | (305.41) |
| | (Increase)/decrease in Loans | 373.13 | 988.56 |
| | (Increase)/decrease in other financial assets | (26.63) | (314.46) |
| | (Increase)/decrease in other Other Current Assets | (18.83) | 218.28 |
| | Adjustments for increase / (decrease) in operating liabilities: | | |
| | Increase / (decrease) in Trade payables | 156.01 | 602.49 |
| | Increase / (decrease) in other current liabilities | (2,911.27) | 1,585.87 |
| | Increase / (decrease) in Other Financial Liabilities | 1,152.78 | (781.99) |
| | Increase / (decrease) in Provisions | 8.76 | (41.11) |
| | | 1,026.48 | (1,658.08) |
| | Cash generated from operations | 1,833.40 | (1,320.86) |
| | Net income tax Refunds / (Paid) | (199.81) | (147.44) |
| | Net cash flow from operating activities (A) | 1,633.60 | (1,468.30) |
| B. | Cash flow from investing activities | | |
| | Capital expenditure for Property, Plant and Equipment, Investment Property, Intangible Assets including CWIP, Investments | (535.42) | (6,451.34) |
| | Bank balances not considered as Cash and cash equivalents | (21.80) | - |
| | Interest received | 677.68 | 919.22 |
| | Dividend received from Joint venture | - | 98.33 |
| | Net cash flow from investing activities (B) | 120.46 | (5,433.80) |
| C. | Cash flow from financing activities | | |
| | Proceeds form Long term borrowings | 2,892.04 | 12,547.61 |
| | Repayment of Long term borrowings | (3,496.08) | (4,335.53) |
| | Finance cost | (1,313.07) | (1,238.56) |
| | Net cash flow used in financing activities (C) | (1,917.11) | 6,973.52 |
| | Net increase / (decrease) in Cash and cash equivalents (A+B+C) | (163.06) | 71.43 |
| | Cash and cash equivalents at the beginning of the year | 332.82 | 335.00 |
| | Cash and cash equivalents at the end of the year (Refer note 12) | 169.76 | 406.43 |
| | Reconciliation of Cash and cash equivalents with the Balance Sheet: | | |
| | Cash and Cash Equivalents (Note.12.1) | 12.65 | 73.61 |
| | Bank balances other than above (Note 12.2) | 157.10 | 332.82 |
| | Cash and cash equivalents at the end of the year | 169.76 | 406.43 |
| | | 169.76 | 406.43 |

As per our report of even date attached

M. Bhaskara Rao & Co
 CHARTERED ACCOUNTANTS
 Firm Registration No: 000 459 S

V K Muralidhar
 Partner

Hyderabad, June 29, 2020

For and on behalf of the Board of Directors of
 Manjeera Constructions Limited

G Yoganand
 Managing Director
 DIN: 00850735

PRRVNE Prasad Raju
 CFO

K Krishna Murty
 Director
 DIN: 01466390

CH N V Rambabu
 Company Secretary
 M.No - A44763

Standalone Statement of Changes in Equity for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

A. Equity share capital

| | Number of shares | Amount |
|---|--------------------|-----------------|
| Balance as at March 31, 2018 | 1,25,08,418 | 1,250.84 |
| Add: Equity shares allotted during the year | - | - |
| Balance as at March 31, 2019 | 1,25,08,418 | 1,250.84 |
| Add: Equity shares allotted during the year | - | - |
| Balance as at March 31, 2020 | 1,25,08,418 | 1,250.84 |

B. Other equity

| | Reserves and Surplus | | | Items of other comprehensive income / (loss) | Total |
|--|----------------------|-----------------|---|--|-----------------|
| | Securities premium | General Reserve | Surplus in Statement of Profit and Loss | | |
| Balance at March 31, 2018 | 1,501.01 | 270.00 | 7,244.69 | 2,53,612.36 | 9,018.23 |
| Profit for the year | - | - | 274.41 | - | 274.41 |
| Retaining earning as per Ind AS 115 effect | - | - | (258.93) | - | (258.93) |
| Other comprehensive income / (loss) for the year, net of tax | - | - | - | (1.47) | (1.47) |
| Balance at March 31, 2019 | 1,501.01 | 270.00 | 7,260.16 | 1.06 | 9,032.23 |
| Profit for the year | - | - | 12.90 | - | 12.90 |
| Other comprehensive income / (loss) for the year, net of tax | - | - | - | 9.10 | 9.10 |
| Balance at March 31, 2020 | 1,501.01 | 270.00 | 7,273.06 | 10.16 | 9,054.24 |

As per our report of even date attached

M. Bhaskara Rao & Co
CHARTERED ACCOUNTANTS
Firm Registration No: 000 459 S

V K Muralidhar
Partner

Hyderabad, June 29, 2020

For and on behalf of the Board of Directors of
Manjeera Constructions Limited

G Yoganand
Managing Director
DIN: 00850735

PRRVNE Prasad Raju
CFO

K Krishna Murty
Director
DIN: 01466390

CH N V Rambabu
Company Secretary
M.No - A44763

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

1. Corporate Information

Manjeera Constructions Limited is a company registered in India under the companies act, 1956, having its registered office at 711, Manjeera Trinity Corporate, JNTU and Hitech City Road, KPHB Colony, Hyderabad - 520072 is in the business of property development, civil construction contracts, infrastructure projects development and Windmill Energy Production.

2 Statement of Compliance, Basis of preparation and presentation and Significant Accounting Policies

2.1. Statement of compliance and Basis of preparation

2.1.a. The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

2.1.b. The standalone financial statements were authorised for issue by the Company's Board of Directors at its meeting held on June 29, 2020.

2.1.c. Details of the Company's accounting policies are included here under in this Note.

2.1.d. Functional and presentation currency

These standalone financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts have been rounded-off to two decimal places to the nearest Lakhs, unless otherwise indicated.

2.1.e. Basis of measurement:

The standalone financial statements have been prepared on the historical cost basis except for the following items:

| Items | Measurement basis |
|--|---|
| Certain financial assets and liabilities | Fair value |
| Share-based payments | Fair value |
| Net defined benefit (asset) / liability | Fair value of plan assets less present value of defined benefit obligations |

2.1.f. Measurement of fair values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability or
- In the absence of a principal market, in most advantageous market for the asset or liability

The Principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financials statement are categories within in the fair value hierarchy described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2: Valuation techniques for which the lowest level inputs that is significant to the fair value measurement is directly or indirectly observable
- Level 3: Valuation techniques for which the lowest level inputs that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.1.g. Use of estimates:

In preparing these standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgements

- a. Critical judgements in applying accounting policies: The following are the critical judgements, apart from those involving estimations, that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statement.

Key sources of estimation uncertainty: The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

| Items requiring significant estimate | Assumption and estimation uncertainty |
|--|---|
| Provision for doubtful receivables (Refer Note no 11) | The company makes provision for Expected Credit loss based on a provision matrix which takes into account historical credit loss experience and adjusted for current estimates. |
| Estimation of net realisable value of inventories (Refer Note no 10) | Inventories are stated at the lower of cost and Fair value. In estimating the net realisable value / Fair value of Inventories the Company makes an estimate of future selling prices and costs necessary to make the sale. |
| Provision for employee benefits (Refer Note no 19) | The Company uses actuarial assumptions to determine the obligations for employee benefits at each reporting period. These assumptions include the discount rate, expected long-term rate of return on plan assets, rate of increase in compensation levels and mortality rates. |
| Provision for taxes (Refer Note no 22) | Significant judgments are required in determining the provision for income taxes, including the amount expected to be paid / recovered for uncertain tax positions. |
| Useful lives of property, plant and equipment (Refer Note no 3) | The company reviews the estimated useful lives of property plant and equipment at the end of each reporting period. During the current year, there has been no change in life considered for the assets. |
| Fair value measurements and valuation processes | In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party qualified valuers to perform the valuation. Finance team works closely with the qualified external valuers to establish the appropriate valuation techniques and inputs to the model. The Chief Financial Officer reports the valuation committee's findings to the board of fluctuations in the fair value of the assets and liabilities. |
| Determination of the timing of revenue recognition on the sale of completed and under development property | The Company has evaluated and generally concluded that the recognition of revenue over the period of time criteria are not met owing to non-enforceable right to payment for performance completed to date and, therefore, recognises revenue at a point in time. The Company has further evaluated and concluded that based on the analysis of the rights and obligations under the terms of the contracts relating to the sale of property, the revenue is to be recognised at a point in time when control transfers which coincides with receipt of Occupation Certificate. |
| Determination of performance obligations | With respect to the sale of property, the Company has evaluated and concluded that the goods and services transferred in each contract constitute a single performance obligation. In particular, the promised goods and services in contracts for the sale of property is to undertake development of property and obtaining the Occupation Certificate. Generally, the Company is responsible for all these goods and services and the overall management of the project. Although these goods and services are capable of being distinct, the Company accounts for them as a single performance obligation because they are not distinct in the context of the contract. |

2.1.h. Current Versus Non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

- i) An asset is treated as current when it is:
 - Expected to be realised or intended to be sold or consumed in normal operating cycle
 - Held primarily for the purpose of trading
 - Expected to be realised within twelve months after the reporting period, or
 - Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
- ii) All other assets are classified as non-current.
- iii) A liability is classified as current when:
 - It is expected to be settled in normal operating cycle.
 - It is held primarily for the purpose of trading.
 - It is due to be settled within twelve months after the reporting period, or
 - There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
- iv) All other liabilities are classified as non-current.
- v) Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.2. Significant accounting policies**2.2.1. Revenue Recognition**

Revenue is recognised to the extent that it is probable, that the economic benefits will flow to the Company and the collectability is reasonably assured.

2.2.1.a. Real estate sales - Ind AS 115 – Revenue from contracts with customers

The Company develops and sells residential properties. Revenue from contracts is recognised when control over the property has been transferred to the customer. An enforceable right to payment does not arise until the development of the property is completed. Therefore, revenue is recognised at a point in time when the legal title has passed to the customer and the development of the property is completed. The revenue is measured at the transaction price agreed under the contract.

2.2.1.b Interest income

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

2.2.1.c On Construction Contracts (Undertaken as Contractors)

The Company follows percentage completions methods for accounting of Constructions Contracts undertaken

2.2.1.d Windmill energy sales are accounted on sales accrued**2.2.1.e Price escalation is carried out in the year of settlement of claims / bills.****2.2.1.f Dividend income is accounted when the right to receive dividend is established.****2.2.2. Inventories:**

Inventory comprises properties under development

Properties under development consists of cost of land, land development expenses, construction cost, interest and financial charges and other expenses and is valued at lower of cost and net realizable value.

2.2.3. Employee Benefits:

Employee benefits include provident fund, gratuity fund and compensated absences.

2.2.3.a. Provident Fund

Retirement benefit in the form of a provident fund is a defined contribution scheme and contributions are charged to the Statement of Profit and Loss of the Year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective authorities.

2.2.3.b. Gratuity

Gratuity is a post-employment defined benefit obligation

Liability on account of gratuity is determined using the projected unit credit method, with actuarial valuations being carried out at each balance sheet date and charged to Statement of Profit and Loss. Actuarial gains and losses are recognized in the Statement of Profit and Loss - Other Comprehensive Income, in the period in which such gains or losses arises.

2.2.3.c. Compensated Absences

Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains and losses are immediately taken to the Statement of Profit and Loss.

2.2.4. Borrowing Costs:

Borrowing costs that are attributable to the acquisition or construction of qualifying assets that necessarily takes a substantial period of time to get ready for their intended use are capitalized as part of the cost of such assets. Interest income earned on the temporary investment of specific borrowings pending its expenditure on qualifying assets is deducted from the costs of qualifying assets. Other borrowing costs are recognised as an expense, in the period in which they are incurred.

2.2.5. Taxation

Income tax expense represents sum of the tax currently payable and deferred tax

Current Tax: Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India.

Deferred tax Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary differences arise from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.2.6. Property, plant and equipment:

Property, plant and equipment are carried at cost of acquisition less accumulated depreciation and impairment losses, if any. The cost of Property, plant and equipment comprises of purchase price, applicable duties and taxes, any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying fixed assets, upto the date the asset is ready for its intended use. "The initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located is required to be included in the cost of the respective item of property plant and equipment" and "Cost of major inspections is recognised in the carrying amount of property, plant and equipment as a replacement, if recognition criteria are satisfied and any remaining carrying amount of the cost of previous inspection is derecognised".

Property, Plant and equipment retired from active use and held for sale are stated at the lower of their net book value and net realizable value and are disclosed separately.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.2.7. Investment Property:

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with the Ind AS16's requirement for cost model.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no further economic benefits expected from disposal. Any gain or loss arising on derecognition of the property is included in profit or loss in the period in which the property is derecognised.

2.2.8. Depreciation and Amortisation:

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost less its estimated residual value.

Depreciation on Property, Plant and equipment and Investment Property has been provided on the straight line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

Intangible assets acquired separately are measured on initial recognition cost and are amortized on Straight Line Method based on the estimated useful economic life.

The amortized period and amortization method are reviewed at each financial year end.

2.2.9. Impairment of Assets:

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

2.2.10. Foreign currency transactions and translation

Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange differences

Exchange differences arising on the settlement of monetary items or on the reporting of monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as gains or losses in the year in which they arise.

2.2.11. Cash and cash equivalents

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

2.2.12. Segment reporting

Identification of segments

The Company is primarily engaged in the businesses of real estate development and engaged in the business of undertaking the infra Projects which as per Ind AS 108 on 'Operating Segments' and both of them are considered to be the reportable business segments. The Company is operating in India which is considered as single geographical segment.

2.2.13. Earnings Per Share:

Basic earnings per equity share is computed by dividing the net profit for the year attributable to the Equity Shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit for the year, adjusted for the effects of dilutive potential equity shares, attributable to the Equity Shareholders by the weighted average number of the equity shares and dilutive potential equity shares outstanding during the year except where the results are anti-dilutive.

2.2.14. Provisions, Contingent Liabilities and Contingent Assets:

The Company recognises provisions when there is present obligation as a result of past event and it is probable that there will be an outflow of resources and reliable estimate can be made of the amount of the obligation. A disclosure for Contingent liabilities is made in the notes on accounts when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Contingent assets are disclosed in the financial statements when flow of economic benefit is probable.

2.2.15. Financial instruments:

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.2.15.a. Financial assets

Financial asset is

1. Cash / Equity Instrument of another Entity,
2. Contractual right to –
 - a) receive Cash / another Financial Asset from another Entity, or
 - b) exchange Financial Assets or Financial Liabilities with another Entity under conditions that are potentially favourable to the Entity.

Subsequent measurement of the financial assets

(i) Financial assets carried at amortised cost

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

(ii) Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Further, in case where the company has made an irrevocable selection based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

(iii) Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

- ##### (iv)
- The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in statement of profit or loss.

2.2.15.b. Financial liabilities

Financial liability is

Contractual Obligation to

- a) deliver Cash or another Financial Asset to another Entity, or
- b) exchange Financial Assets or Financial Liabilities with another Entity under conditions that are potentially unfavourable to the Entity.

Subsequent measurement of the financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate the fair value due to the short maturity of these instruments.

Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

2.2.16. Cash Flow Statement:

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.2.17. Exceptional Items:

Exceptional Items represents the nature of transactions which are not in recurring nature during the ordinary course of business but lead to increase / decrease in profit / loss for the year.

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

Note 3: Property, Plant & Equipment and Capital Work-in-Progress:

Carrying Amount:

| | As at March 31, 2020 | As at March 31, 2019 |
|----------------------|-------------------------|-------------------------|
| Freehold Land | 1.68 | 1.68 |
| Plant and Machinery | 136.34 | 151.14 |
| Electrical Equipment | 4.75 | 5.70 |
| Furniture & Fixtures | 30.20 | 20.82 |
| Vehicles | 45.75 | 58.75 |
| Office Equipment | 1.42 | 2.02 |
| Computers | 5.27 | 8.31 |
| Total | 225.40 | 248.42 |

Cost or deemed Cost:

| | Land | Plant and Machinery | Electrical Equipments | Furniture & Fixtures | Vehicles | Office Equipment | Computers | Total |
|-------------------------------------|-------------|------------------------|--------------------------|-------------------------|---------------|---------------------|--------------|---------------|
| Balance as at March 31, 2018 | 1.68 | 557.47 | 22.94 | 46.91 | 88.73 | 19.56 | 39.31 | 776.59 |
| Additions | - | - | - | - | 44.33 | 1.25 | 4.80 | 50.38 |
| Disposals / Adjustments | - | - | - | - | - | - | - | - |
| Balance as at March 31, 2019 | 1.68 | 557.47 | 22.94 | 46.91 | 133.06 | 20.81 | 44.11 | 826.98 |
| Additions | - | - | - | 13.05 | - | - | 2.95 | 16.00 |
| Disposals / Adjustments | - | - | - | - | - | - | - | - |
| Balance as at March 31, 2020 | 1.68 | 557.47 | 22.94 | 59.96 | 133.06 | 20.81 | 47.06 | 842.97 |

Accumulated depreciation

| | Land | Plant and Machinery | Electrical Equipments | Furniture & Fixtures | Vehicles | Office Equipment | Computers | Total |
|-------------------------------------|------|------------------------|--------------------------|-------------------------|--------------|---------------------|--------------|---------------|
| Balance as at March 31, 2018 | - | 390.24 | 16.23 | 23.14 | 64.87 | 18.27 | 30.43 | 543.18 |
| Depreciation / Amortization | - | 16.08 | 1.00 | 2.95 | 9.45 | 0.53 | 5.37 | 35.38 |
| Disposals / Adjustments | - | - | - | - | - | - | - | - |
| Balance as at March 31, 2019 | - | 406.32 | 17.23 | 26.09 | 74.31 | 18.79 | 35.80 | 578.56 |
| Depreciation / Amortization | - | 14.80 | 0.95 | 3.68 | 13.00 | 0.60 | 5.99 | 39.01 |
| Disposals / Adjustments | - | - | - | - | - | - | - | - |
| Balance as at March 31, 2020 | - | 421.12 | 18.19 | 29.76 | 87.31 | 19.39 | 41.79 | 617.57 |

Note: Refer note 18 & 21 for details of assets pledged.

Note 3.1: Investment property:

Carrying Amount:

| | As at March 31, 2020 | As at March 31, 2019 |
|--------------|-------------------------|-------------------------|
| Land | 1,366.51 | 1,366.51 |
| Buildings | 71.80 | 73.14 |
| Total | 1,438.31 | 1,439.64 |

Cost or deemed Cost:

| | Land - Freehold | Buildings | Total |
|-------------------------------------|-----------------|---------------|-----------------|
| Balance as at March 31, 2018 | 1,366.51 | 142.49 | 1,508.99 |
| Additions | - | - | - |
| Disposals / Adjustments | - | - | - |
| Balance as at March 31, 2019 | 1,366.51 | 142.49 | 1,508.99 |
| Additions | - | - | - |
| Disposals / Adjustments | - | - | - |
| Balance as at March 31, 2020 | 1,366.51 | 142.49 | 1,508.99 |

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

Accumulated Depreciation:

| | Land - Freehold | Buildings | Total |
|-------------------------------------|-----------------|--------------|--------------|
| Balance as at March 31, 2018 | - | 68.02 | 68.02 |
| Depreciation | - | 1.33 | 1.33 |
| Disposals / Adjustments | - | - | - |
| Balance as at March 31, 2019 | - | 69.35 | 69.35 |
| Depreciation | - | 1.33 | 1.33 |
| Disposals / Adjustments | - | - | - |
| Balance as at March 31, 2020 | - | 70.68 | 70.68 |

Note 3.2: Other Intangible Assets

Carrying Amount:

| | As at March 31, 2020 | As at March 31, 2019 |
|-------------------|-------------------------|-------------------------|
| Computer Software | 8.83 | 14.72 |
| Total | 8.83 | 14.72 |

Cost or deemed Cost:

| | Computer Software | Total |
|-------------------------------------|-------------------|--------------|
| Balance as at March 31, 2018 | 46.10 | 46.10 |
| Additions | 10.48 | 10.48 |
| Disposals / Adjustments | - | - |
| Balance as at March 31, 2019 | 56.58 | 56.58 |
| Additions | - | - |
| Disposals / Adjustments | - | - |
| Balance as at March 31, 2020 | 56.58 | 56.58 |

Accumulated depreciation

| | Computer Software | Total |
|-------------------------------------|-------------------|--------------|
| Balance as at March 31, 2018 | 32.04 | 32.04 |
| Depreciation / Amortization | 9.81 | 9.81 |
| Disposals / Adjustments | - | - |
| Balance as at March 31, 2019 | 41.86 | 41.86 |
| Depreciation / Amortization | 5.89 | 5.89 |
| Disposals / Adjustments | - | - |
| Balance as at March 31, 2020 | 47.75 | 47.75 |

Note: Refer note 18 & 21 for details of assets pledged.

| | As at March 31, 2020 | | As at March 31, 2019 | |
|---|----------------------|------------------|----------------------|------------------|
| | Number | Amount | Number | Amount |
| 4 Non Current Investments | | | | |
| Trade (Unquoted) (At Cost) | | | | |
| 4.1 In Subsidiaries | | | | |
| (i) Investment in equity shares | | | | |
| In Shares of Rs 10 each, fully paid up | | | | |
| Manjeera Retail Holdings Private Limited (Refer Note.no.4.4) | 8,82,35,294 | 10,423.78 | 8,82,35,294 | 10,423.78 |
| MTM Estates and Properties Private Limited | 10,000 | 1.00 | 10,000.00 | 1.00 |
| GM Infra Ventures Private Limited | 28,50,000 | 901.62 | 19,66,500.00 | 591.62 |
| Manjeera Developers Private Limited | 6,100 | 0.61 | - | - |
| Total aggregate investments in Subsidiaries | | 11,327.01 | | 11,016.40 |
| 4.2 In Associates | | | | |
| (i) Investment in equity shares | | | | |
| Manjeera Hospitality (Amaravati) Private Limited | 26,000 | 2.60 | 26,000.00 | 2.60 |
| Total aggregate investments in Associates | | 2.60 | | 2.60 |

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | As at March 31, 2020 | | As at March 31, 2019 | |
|--|----------------------|------------------|----------------------|------------------|
| | Number | Amount | Number | Amount |
| 4.3 In Others | | | | |
| (i) Investment in equity shares | | | | |
| In Shares of ₹10 each, fully paid up Manjeera Hospitality (Rajahmundry) Private Limited | 28,65,000 | 286.50 | 28,65,000 | 286.50 |
| (ii) Investment in others | | | | |
| Vasavi Realtors LLP (Refer 4.5) | | 398.81 | | 190.00 |
| | | 685.31 | | 476.50 |
| Grand Total | | 12,014.93 | | 11,495.50 |
| 4.4: All shares which are held by Company in its wholly owned subsidiary Manjeera Retail Holdings Private Limited are pledge to VISTRA ITCL (INDIA) LIMITED which is a security trustee for the loan availed from ALTICO Capital Limited by the Manjeera Retail Holdings Private Limited. | | | | |
| 4.5: 20% of Capital invested by Company in Vasavi Realtors LLP | | | | |

| | As at March 31, 2020 | As at March 31, 2019 |
|---|-------------------------|-------------------------|
| 5 Non Current Bank Balances | | |
| Deposits with maturity of more than 12 months (Refer Note No 5.1) | 95.42 | 73.61 |
| | 95.42 | 73.61 |
| 6 Other Financial Assets | | |
| (Unsecured and Considered Good) | | |
| Deposits under Joint Development Arrangements | 1,762.05 | 1,637.66 |
| Electricity and Other deposits | 10.64 | 10.39 |
| Advance for Land Acquisition | 60.00 | 60.00 |
| Grand Total | 1,832.70 | 1,708.05 |

5.1 Margin Money Deposits represents the deposits lodged with Banks against Guarantees issued by them.

| | As at March 31, 2020 | As at March 31, 2019 |
|--|-------------------------|-------------------------|
| 7 Non-Current Tax Assets (Net) | 186.28 | 11.47 |
| Total | 186.28 | 11.47 |
| 8 Deferred Tax Assets (Net) | | |
| (i) Deferred Tax Liability on timing difference due to: Depreciation | - | 39.66 |
| (ii) Deferred Tax Asset on timing differences due to: Provision for Gratuity and Compensated absences | - | 10.25 |
| (iii) Deferred Tax Asset-Profit and Loss Account | - | 73.78 |
| Deferred Tax Asset (Net) - (i) + (ii) + (iii) Total | - | 44.37 |
| 9 Other Non-Current Assets | | |
| Deferred Expenditure | 46.11 | 139.16 |
| Other advances | 3.40 | 108.00 |
| Total | 49.51 | 247.16 |
| 10 Inventories | 7,513.97 | 10,055.74 |

10.1 Borrowing Costs capitalised during the period as inventory - ₹969.56 Lakhs (March 31, 2019: ₹865.02 Lakhs).

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | As at March 31, 2020 | As at March 31, 2019 |
|-----------|---|-------------------------|-------------------------|
| 11 | Trade Receivables | | |
| | Unsecured (Refer note 11.1 to 11.4) | | |
| | Considered Good | 2,173.77 | 1,924.53 |
| | Considered Doubtful | 23.28 | 23.28 |
| | | 2,197.05 | 1,947.81 |
| | Others, Considered Good | - | - |
| | | 2,197.05 | 1,947.81 |
| | Less : Allowance for doubtful trade receivables | 23.28 | 23.28 |
| | Total | 2,173.77 | 1,924.53 |

11.1 The credit period towards trade receivables generally ranges between 30 to 180 days. Generally, no interest is recovered for payments received beyond due date.

11.2 In determining the allowance for trade receivables the company has used practical expedients based on financial condition of the customer, ageing of the customer receivables and overdues, availability of collaterals and historical experience of collections from customers. The concentration of risk with respect to trade receivables is reasonably low as most of the customers settle within the due dates, though there may be normal delays in collections.

The Company's past history in dues becoming bad or doubtful was very insignificant

11.3 Age of Receivables:

| | As at March 31, 2020 | As at March 31, 2019 |
|---|-------------------------|-------------------------|
| Within in the Credit Period & upto 30 days past due | 394.65 | 1,423.81 |
| 31-60 days past due | - | - |
| 61-90 days past due | - | - |
| 91-180 days past due | - | 79.10 |
| More than 180 days past due | 1,802.40 | 444.90 |
| | 2,197.05 | 1,947.81 |

11.4 Movement in the allowance for doubtful receivables

| | As at March 31, 2020 | As at March 31, 2019 |
|---|-------------------------|-------------------------|
| Balance at beginning of the year | 23.28 | 22.05 |
| Add: Allowance for doubtful receivables | - | 1.23 |
| Less: Amount written off during the year as uncollectible | - | - |
| Less: Amount received out off provision made earlier | - | - |
| Balance at the end of the year | 23.28 | 23.28 |

| | | As at March 31, 2020 | As at March 31, 2019 |
|-------------|--|-------------------------|-------------------------|
| 12 | Cash and Bank Balances | | |
| 12.1 | Cash and Cash Equivalents | | |
| | Cash on hand | 2.30 | 2.30 |
| | Balances with Banks | | |
| | In Current Accounts | 10.36 | 171.02 |
| | | 12.65 | 173.32 |
| 12.2 | Other Bank Balances (Refer note 12.2.1) | | |
| | In Deposit Accounts- With Scheduled Banks | | |
| | In Deposit Accounts with maturity more than 3 months | 157.10 | 159.50 |
| | | 169.76 | 332.82 |

12.2.1 Margin Money Deposits represents the deposits lodged with Banks against Guarantees issued by them.

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | As at March 31, 2020 | As at March 31, 2019 |
|--------------|--|--|---|
| 13 | Loans (Unsecured and Considered good) Advances to related parties (refer note 13.1 and 36) Non Current advances Current advances | 5,363.11 - 5,363.11 | - 5,736.24 5,736.24 |
| 13.1. | Unsecured loans given to related parties carries interest of 12% (For FY 2018-19 Interest @ 15%) per annum compounded on quarterly basis and are repayable on demand. Now the management of the related party have agreed to repay it after one year (after 31-3-2021) or as per the demand from lender whichever is later and eventually it has been regrouped into Non current advances. | | |
| 14 | Other Financial Assets Retention Money Receivable Total | 265.58 265.58 | 162.82 162.82 |
| 15 | Other Current Assets (Unsecured Considered Good) Advances to contractors / Sub contractors Advances recoverable in cash or kind GST Credit Prepaid Expenses Total | 988.38 274.68 518.98 7.80 1,789.84 | 792.53 440.01 287.98 52.85 1,573.36 |

| | As at March 31, 2020 | | As at March 31, 2019 | | |
|-----------|---|-------------|----------------------|-------------|-----------------|
| | Number of shares | Amount | Number of shares | Amount | |
| 16 | Share Capital | | | | |
| | Authorised : | | | | |
| | Equity Shares of ₹10 each (Refer note 3.6) | 2,50,00,000 | 2,500.00 | 2,50,00,000 | 2,500.00 |
| | Issued : | | | | |
| | Equity Shares of ₹10 each (Refer note 16.3) | 1,25,08,418 | 1,250.84 | 1,25,08,418 | 1,250.84 |
| | Subscribed and Paid up : | | | | |
| | Equity Shares of ₹10 each | 1,25,08,418 | 1,250.84 | 1,25,08,418 | 1,250.84 |
| | Total | | 1,250.84 | | 1,250.84 |

16.1 Reconciliation of the number of equity shares and amount outstanding at beginning and at end of the year

| | As at March 31, 2020 | | As at March 31, 2019 | |
|----------------------------------|----------------------|----------|----------------------|----------|
| | Number of shares | Amount | Number of shares | Amount |
| Balance at beginning of the year | 1,25,08,418 | 1,250.84 | 1,25,08,418 | 1,250.84 |
| Add: Issued during the year | - | - | - | - |
| Balance at end of the year | 1,25,08,418 | 1,250.84 | 1,25,08,418 | 1,250.84 |

16.2 Details of shares held by each shareholder holding more than 5% shares

| | As at March 31, 2020 | | As at March 31, 2019 | |
|--|----------------------|-----------|----------------------|-----------|
| | Number of shares | % holding | Number of shares | % holding |
| G. Yoganand | 68,50,946 | 54.77 | 68,50,946 | 54.77 |
| G. Padmaja | 8,54,750 | 6.83 | 8,54,750 | 6.83 |
| Gajjala Investments and Holdings Private Limited | 8,24,979 | 6.60 | 8,24,979 | 6.60 |

16.3 Rights of the share holders

The Company has only one class of shares. Equity shares having a par value of ₹10/-. Each holder of equity shares is entitled to one vote per share. All the equity shares rank pari passu in all respects including but not limited to entitlement for dividend, bonus issue and rights issue.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company in proportion of their shareholding.

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | As at March 31, 2020 | As at March 31, 2019 |
|------|--|-------------------------|-------------------------|
| 17 | Other Equity | | |
| 17.1 | Securities Premium Account | 1,501.01 | 1,501.01 |
| 17.2 | General Reserve | 270.00 | 270.00 |
| 17.3 | Surplus in Statement of Profit and Loss (Refer Note 17.3.a) | | |
| | Opening balance | 7,260.16 | 7,244.69 |
| | Add : Profit for the year | 12.90 | 274.41 |
| | Less: Retaining earning as per Ind AS 115 effect | - | (258.93) |
| | Closing balance | 7,273.06 | 7,260.16 |
| 17.4 | Other Components of Equity | | |
| | Opening balance | 1.06 | 2.54 |
| | Remeasurements of the defined benefit plans (Refer note 17.4.a) | 9.10 | (1.47) |
| | Closing balance | 10.16 | 1.06 |
| | | - | - |
| | Total | 9,054.24 | 9,032.23 |

17.3.a Retained earnings represents the Company's undistributed earnings after taxes.

17.4.a It represents the actuarial gain/(loss) recognised on the defined benefit plan and will not be reclassified to retained earnings.

| | As at March 31, 2020 | | As at March 31, 2019 | |
|--|----------------------|-----------------|----------------------|--------------|
| | Non Current | Current* | Non Current | Current* |
| 18 Borrowings - Non Current | | | | |
| Secured - at amortised cost (Refer note 41) | | | | |
| Term loans from Others | | | | |
| LIC Housing Finance Limited (Refer Note 18.1) | 3,579.11 | 1,200.00 | 5,006.59 | - |
| Vehicle Loans from banks | | | | |
| From Banks (Refer note 18.2) | 25.68 | 14.49 | 39.28 | 14.21 |
| Unsecured | | | | |
| Inter Corporate Deposits from related parties (Refer Note No 18.3) | 9,650.65 | - | 2,444.08 | - |
| Inter Corporate Deposits from others | 2,398.04 | - | - | - |
| Total | 15,653.48 | 1,214.49 | 7,489.94 | 14.21 |

* Current maturities are included in Note 23 - Other Financial Liabilities

18.1 Equitable Mortgage on land & Buildings of Developer share of Manjeera Monarch Project and Unit number 304 A in Aditya Trade Centre (F&G Blocks) & Open Exhibition area in ground floor and unit number 4, 5, 6, 7 & 8 in Mezzanine floor belongs to Manjeera Estates Pvt Limited and G Yoganand in Aditya Trade Centre(F&G Blocks). Present interest rate at 13.80% on monthly basis. Term loan is repayable in 30 monthly equal installment starting from January, 2020.

18.2 Vehicles loan amounting to ₹40.17 Lakhs (March 31, 2019: ₹53.49 Lakhs) is secured by hypothecation of vehicles purchased.

18.3 Unsecured loans taken from related parties carries interest of 12% per annum compounded on quarterly basis.

18.4 Repayment schedule of long term loans

| | As at March 31, | |
|--------------|------------------|-----------------|
| | 2020 | 2019 |
| Up to 1 year | 1,214.49 | 14.21 |
| 1 to 5 years | 15,653.48 | 7,489.94 |
| | 16,867.97 | 7,504.15 |

18.5 Period and amount of continuing default as on the Balance Sheet date: NIL

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | As at March 31, 2020 | As at March 31, 2019 |
|-----------|--|-------------------------|-------------------------|
| 19 | Provisions - Non Current | | |
| | Provision for Employee Benefits (Refer note 8.1) | | |
| | Gratuity (Refer note 19.1) | 20.32 | 13.63 |
| | Leave Encashment | 7.93 | 9.36 |
| | Total | 28.25 | 22.99 |
| 20 | Deferred Tax Liabilities (Net) | | |
| | (i) Deferred Tax Liability on timing difference due to: Depreciation | 36.96 | - |
| | (ii) Deferred Tax Asset on timing differences due to: Provision for Gratuity and Compensated absences | 9.18 | - |
| | (iii) Deferred Tax Liability-Profit and Loss Account | 39.32 | - |
| | Deferred Tax Liabilities (Net) (i) - (ii) + (iii) Total | 67.10 | - |

19.1 A. Defined benefit plan

The Company has a non fund based defined benefit gratuity plan and provides for gratuity for employees as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity at the rate of 15 days basic salary for each year of service until the retirement age.

The following tables set out the status of gratuity and the amount recognized in Company's financial statements:

| | | As at March 31, 2020 | As at March 31, 2019 |
|----------|--|-------------------------|-------------------------|
| 1 | The amounts recognized in the Balance Sheet are as follows: | | |
| | Present value of the obligation as at the end of the year | 23.07 | 23.77 |
| | Fair value of plan assets as at the end of the year | - | - |
| | Net liability recognized in the Balance Sheet | 23.07 | 23.77 |
| 2 | Changes in the present value of defined benefit obligation | | |
| | Defined benefit obligation as at beginning of the year | 23.77 | 14.60 |
| | Service cost | 4.34 | 3.10 |
| | Interest cost | 1.82 | 1.17 |
| | Actuarial losses / (gains) arising from | - | - |
| | - change in demographic assumptions | - | - |
| | - change in financial assumptions | 1.97 | 0.53 |
| | - experience variance | (8.84) | 4.38 |
| | Benefits paid | - | - |
| | Defined benefit obligation as at the end of the year | 23.07 | 23.77 |
| 3 | Net gratuity cost for the year ended March 31, 2020 and March 31, 2019 comprises of following components. | | |
| | Service cost | 4.34 | 3.10 |
| | Net interest cost on the net defined benefit liability | 1.82 | 1.17 |
| | | 6.16 | 4.26 |
| 4 | Other Comprehensive income / (loss) | | |
| | Change in financial assumptions | (1.97) | (0.53) |
| | Experience variance (i.e. actual experience vs assumptions) | 8.84 | (4.38) |
| | Change in demographic assumptions | - | - |
| | | 6.86 | (4.91) |

B. Defined contribution plan

The Company provides benefits in the nature of defined contribution plans viz, employee state insurance scheme and provident fund for qualifying employees. Under these Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised ₹ 21.98 Lakhs (March 31, 2019: ₹ 15.12 Lakhs) towards contribution for mentioned funds in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the Schemes.

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

C. Sensitivity analysis

Description of Risk Exposures

Valuations are performed on certain basic set of pre-determined assumptions which may vary over time. Thus, the Company is exposed to various risks in providing the above benefit which are as follows:

Interest Rate Risk: The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of liability (as shown in financial statements).

Liquidity Risk: This is the risk that the Company is not able to meet the short term benefit payouts. This may arise due to non availability of enough cash/cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

Salary Escalation Risk: The present value of the above benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase in salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

Demographic Risk: The company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

Regulatory Risk: Gratuity benefit is paid in accordance with the requirements of the Payment of Gratuity Act, 1972 (as amended from time to time). There is a risk of change in regulations requiring higher gratuity payouts (for example, increase in the maximum liability on gratuity of ₹ 10 Lakhs).

Asset Liability Mismatching or Market Risk: The duration of the liability is longer compared to duration of assets exposing the company to market risks for volatilities / fall in interest rate.

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

| | | As at March 31, 2020 | As at March 31, 2019 |
|-----------|--|-------------------------|-------------------------|
| 21 | Borrowings - Current | | |
| | Secured | | |
| | Cash Credit from Bank (Refer Note No 21.1) | 675.22 | 1,199.88 |
| | Unsecured | | |
| | Inter Corporate Deposits from related parties (Refer Note No 21.2) | - | 6,225.91 |
| | Inter Corporate Deposits from Others (Refer Note No 21.3) | 180.40 | 2,197.41 |
| | Total | 855.62 | 9,623.20 |

21.1 Cash Credit is secured by hypothecation of current assets of construction contract business division (excluding assets of real estate division). Margin 25%. Rate of interest - Bench Mark 1 year MCLR of bank plus spread of 2.5% chargeable on monthly.

21.2 Unsecured loans taken from related parties carries interest of 15% per annum compounded on quarterly basis and are repayable on demand. Now it has been regrouped in non Current Borrowings.

21.3 Unsecured inter-corporate deposit amounting to ₹ 180.40 Lakhs (March 31, 2019: ₹ 2197.41 Lakhs) taken from different Parties carries an average interest rate of 14% p.a (March 31, 2019 : average interest rate of 14%).

| | | As at March 31, 2020 | As at March 31, 2019 |
|-------------|---|-------------------------|-------------------------|
| 22 | Trade Payables (Refer Note no 22.1) | | |
| | Acceptances | | |
| | Other than Acceptances | 3,691.00 | 3,534.99 |
| | | 3,691.00 | 3,534.99 |
| 22.1 | Trade payable other than acceptances includes of ₹2.64/- Lacks dues to Micro and Small Enterprises, under the Micro, Small and Medium Enterprises Development Act, 2006. Due to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the Auditors. | | |
| 23 | Other Financial Liabilities | | |
| | Current maturities of Long Term Borrowings (Refer note 18) | 1,214.49 | 14.21 |
| | Interest Accrued but not due on borrowings and others | 199.21 | 172.04 |
| | Employee Benefits payable | 38.41 | 31.18 |
| | Other payables | 56.03 | 35.50 |
| | Total | 1,508.13 | 252.92 |

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | As at March 31, 2020 | As at March 31, 2019 |
|-----------|--|-------------------------|-------------------------|
| 24 | Provisions | | |
| | Provision for Employee Benefits (Refer note 8.1) | | |
| | Gratuity (Refer note 19.1) | 2.75 | 10.14 |
| | Compensated absences | 1.99 | 3.71 |
| | Total | 4.74 | 13.85 |
| 25 | Current Tax Liabilities (Net) | | |
| | Provision for Tax | - | 25.00 |
| | Total | - | 25.00 |
| 26 | Other Current Liabilities | | |
| | Advances from Customers | 576.67 | 3,695.77 |
| | Corpus fund collections | 308.48 | 8.69 |
| | Security deposit | 38.54 | 31.95 |
| | Dividend payable | 0.71 | 1.70 |
| | Statutory Dues Payable | 89.60 | 84.39 |
| | Total | 1,013.99 | 3,822.51 |

| | | Year Ended March 31, 2020 | Year Ended March 31, 2019 |
|-----------|--|------------------------------|------------------------------|
| 27 | Revenue from Operations | | |
| | Revenue from sale of residential spaces (Projects) | 7,454.41 | 5,277.92 |
| | Sub-contracted contract receipts | 2,192.87 | 2,354.98 |
| | Wind Mill Energy sales | 43.53 | 39.85 |
| | Total | 9,690.81 | 7,672.75 |
| 28 | Other Income | | |
| | Interest Income | | |
| | on bank deposits | 16.09 | 12.05 |
| | on inter corporate deposits | 661.59 | 919.22 |
| | on Security deposits (Fair Value Adjustments) | 98.01 | 74.79 |
| | | 775.69 | 1,006.06 |
| | Provision for future losses | - | 55.96 |
| | Dividend income from Subsidiaries | - | 98.33 |
| | Commission | 0.34 | 4.51 |
| | Profit on sale of asset | - | 2.40 |
| | Share of profit from LLP | 8.81 | - |
| | Rental Income | 18.54 | - |
| | Scrap Sales | 5.64 | 31.02 |
| | Sundry Creditors Written off | 8.57 | - |
| | Other Income | 1.03 | 27.93 |
| | Total | 818.63 | 1,226.20 |
| 29 | Cost of Goods Sold | | |
| | Opening Inventory | 10,008.60 | 6,352.62 |
| | Add: Cost incurred during the year | | |
| | Direct Expenses - Development Projects (Refer Note 29.1) | 3,392.08 | 8,423.14 |
| | Sub Contracted - EPC Projects | 1,131.48 | 489.21 |
| | Employee Benefits (Refer Note no 30) | 179.45 | 122.58 |
| | Finance Cost (Refer Note no 31) | 969.57 | 865.02 |
| | Other Expenses (Refer Note no 32) | 247.49 | 363.63 |
| | Wind-mill energy expenses | 14.71 | 16.51 |
| | Subtotal | 15,943.37 | 16,632.71 |
| | Less: Closing Inventory | 7,466.83 | 10,008.60 |
| | Cost of goods sold | 8,476.55 | 6,624.11 |

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | Year Ended March 31, 2020 | Year Ended March 31, 2019 |
|-------------|--|------------------------------|------------------------------|
| 29.1 | Direct Expenses -Development Projects | | |
| | Materials | | |
| | Iron&Steel | 71.20 | 1,122.54 |
| | Tiles / Granite / Marble / Pavers / Mosaic | 140.26 | 311.49 |
| | Doors and windows | 312.87 | 166.04 |
| | Hardware, Plumbing & Electricals | 212.37 | 70.71 |
| | Misc. materials | 100.59 | 42.92 |
| | Cost of work | | |
| | Concrete Works - RCC & PCC | 405.94 | 200.10 |
| | Shuttering Works | 116.15 | 855.74 |
| | Reinforcement Steel Works | 12.61 | 296.57 |
| | Masonry Works | 99.76 | 859.98 |
| | Plastering Works | 254.60 | 1,154.67 |
| | Flooring & Dado Works | 156.41 | 240.16 |
| | Lifts / Elevators | 24.79 | 174.74 |
| | Painting Works | 187.08 | 246.31 |
| | Electrical Works | 252.50 | 274.56 |
| | Plumbing & Drainage Works | 315.53 | 114.41 |
| | Fire Fighting System | 106.65 | 95.55 |
| | Interior Fit-out Works | 109.81 | 341.41 |
| | HVAC Works | 169.77 | 119.40 |
| | Fabrication work | 17.47 | 87.36 |
| | Consultants | 95.80 | 125.19 |
| | Other Direct Expenses | 170.17 | 256.62 |
| | Misc. Civil Works | 59.73 | 1,266.66 |
| | Total | 3,392.08 | 8,423.14 |
| 30 | Employee Benefits Expense | | |
| | Salaries and wages | 393.66 | 348.78 |
| | Employee gratuity | 14.74 | 6.20 |
| | Employee Leave Encashment | 3.73 | 11.88 |
| | Contribution to provident fund and others (Refer Note no 30.1) | 21.98 | 15.12 |
| | Staff welfare expenses | 12.52 | 12.48 |
| | Directors remuneration | 24.00 | 17.10 |
| | Total | 470.63 | 411.56 |
| | Less: Transfer to Cost of Sales (Refer Note no 29) | (179.45) | (122.58) |
| | Total | 291.18 | 288.98 |
| 30.1 | Defined contribution plans: The Company made Provident Fund contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised ₹19.38 Lakhs (March 31, 2019: ₹13.66 Lakhs) for Provident Fund contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes. | | |
| 31 | Finance Costs | | |
| | Interest Expense on | | |
| | On Term Loans | 662.28 | 542.10 |
| | On Cash Credit and Other facilities | 77.95 | 128.18 |
| | On Inter Corporate Deposits | 1,351.93 | 1,268.79 |
| | On Vehicle Term Loans | 4.15 | 3.41 |
| | on Processing fee | - | 12.70 |
| | on Others | 35.51 | 7.54 |
| | TDS delayed payment | 0.09 | 0.10 |
| | Service Tax delayed payment | 6.86 | - |
| | APHB related dues | 124.76 | 123.68 |

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | Year Ended March 31, 2020 | Year Ended March 31, 2019 |
|-----------|--|------------------------------|------------------------------|
| | Bank charges and commission | 19.12 | 17.07 |
| | Total | 2,282.64 | 2,103.57 |
| | Less: Transfer to Cost of Sales (Refer Note no 29) | (969.57) | (865.02) |
| | Total | 1,313.07 | 1,238.56 |
| 32 | Other expenses | | |
| | Filing fees | 3.77 | 3.61 |
| | Rates and Taxes | 32.15 | 79.35 |
| | Travelling and Conveyance | 34.26 | 24.67 |
| | Vehicle maintenance | 1.75 | 1.36 |
| | Repairs and Maintenance - Others | 20.07 | 31.17 |
| | Printing and Stationery | 5.73 | 5.47 |
| | Communications | 3.14 | 4.22 |
| | Rent Paid | 7.74 | 4.49 |
| | Donations | 0.77 | 2.14 |
| | CSR expenses | - | 17.00 |
| | Power and Fuel | 1.95 | 11.91 |
| | Office Maintenance | 23.46 | 20.43 |
| | Professional charges | 100.35 | 126.05 |
| | Subscriptions and fees | 0.41 | 0.34 |
| | Directors' Sitting Fees | 1.55 | 0.96 |
| | Security charges | 17.38 | 13.97 |
| | Permission fee | 0.12 | 5.60 |
| | Insurance | 1.95 | 2.79 |
| | Auditors' Remuneration: | | |
| | Statutory audit fee | 4.00 | 4.00 |
| | Tax audit fee | 1.00 | 1.00 |
| | Selling Expenses - Advertisement | 124.09 | 253.53 |
| | General Expenses | 16.13 | 18.58 |
| | Provision for expected Credit loss | - | 1.23 |
| | Brokerage and commission | 4.81 | 24.75 |
| | Deferred Expenditure Written off | 102.44 | 82.00 |
| | Total | 509.03 | 740.60 |
| | Less: Transfer to Cost of Sales (Refer Note no 29) | (247.49) | (363.63) |
| | Total | 261.54 | 376.96 |
| 33 | Tax Expense | | |
| | Current Tax (including earlier year taxation) | - | 131.00 |
| | Deferred Tax | 107.96 | (81.59) |
| | Total | 107.96 | 49.41 |

33.1. Reconciliation of tax expense to the accounting profit is as follows:

| | Year Ended March 31, 2020 | Year Ended March 31, 2019 |
|--|------------------------------|------------------------------|
| Accounting profit before tax | 120.87 | 323.81 |
| Tax expense at statutory tax rate of 27.82% | 33.63 | 90.09 |
| Adjustments: | | |
| Effect of income that is exempt from taxation | (6.78) | (33.85) |
| Adjustments recognised in the current year in relation to the current tax of prior years | (45.08) | 37.58 |
| Effect of expenses that are not deductible in determining taxable profit | 18.24 | 35.20 |
| Others | - | 1.99 |
| Tax expense reported in the Statement of Profit and Loss | 0.00 | 131.01 |

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

33.2. Income tax credit / (expense) recognized in Other Comprehensive Income:

| | Year Ended March 31, 2020 | Year Ended March 31, 2019 |
|---|------------------------------|------------------------------|
| Tax effect on actuarial gains / losses on defined benefit obligations | (3.51) | 0.57 |
| Total | (3.51) | 0.57 |

34. Contingent Liabilities and Commitments

(i) Contingent Liability

a. Claims against the Company not acknowledged as debts:

Claims against the Company not acknowledged as debts include demands raised by Income Tax authorities aggregating to ₹ Nil (Previous year ₹ Nil).

Other Contingent Liabilities

Guarantees issued by bankers on behalf of the company towards performance obligations ₹790.47 Lakhs (Previous year ₹544.99 lakhs).

Corporate Guarantee of ₹32,500 Lakhs (Previous year ₹32,500 Lakhs) issued on behalf of wholly owned subsidiary company Manjeera Retail Holdings Private Limited.

35. Earnings per share

| Particulars | Year Ended March 31, 2020 | Year Ended March 31, 2019 |
|---|------------------------------|------------------------------|
| Net Profit after tax available for equity shareholders (₹ in Lakhs) | 12.90 | 274.41 |
| Weighted Average number of equity shares for Basic EPS (Nos) | 1,25,08,418 | 1,25,08,418 |
| Weighted Average number of equity shares for Diluted EPS (Nos) | 1,25,08,418 | 1,25,08,418 |
| Face value per share (₹) | 10.00 | 10.00 |
| Basic & Diluted EPS * (₹) | 0.10 | 2.19 |

36. Related Party Disclosures

36.1 List of Related Parties

| Sr. No | Name of the Entity | Relationship |
|--------|---|---|
| 1 | Manjeera Retail Holdings Private Limited | Subsidiary company |
| 2 | MTM Estate and Prosperities Private Limited. | Subsidiary company |
| 3 | GM Infra Ventures Private Limited | Subsidiary company |
| 4 | Manjeera Developers Private. Limited | Subsidiary company |
| 5 | Manjeera Hospitality (Amravati) Private Limited | Associate company |
| 6 | G Yoganand – Managing Director | Key Managerial Person |
| 7 | K Krishna Murty – Independent Director | Key Managerial Person |
| 8 | DLS Sreshti – Independent Director | Key Managerial Person |
| 9 | G Veena – Director | Key Managerial Person |
| 10 | PRRVNE Prasadraju – CFO | Key Managerial Person |
| 11 | CH NV Rambabu – Company secretary | Key Managerial Person |
| 12 | Sucharitra Sahoo – Company Secretary (resigned on 28.06.19) | Key Managerial Person |
| 13 | Neha Mishra – Company Secretary (resigned on 13.03.20) | Key Managerial Person |
| 14 | Manjeera Hospitality Rajahmundry Private Limited | Entity under significant influence of KMP |
| 15 | Manjeera Estates Private Limited | Entity under significant influence of KMP |
| 16 | Manjeera Hotels & Resorts Private Limited | Entity under significant influence of KMP |
| 17 | Gajjala Investments & Holdings Private Limited | Entity under significant influence of KMP |
| 18 | Aashraya Hotels And Estates Private Limited | Entity under significant influence of KMP |
| 19 | Manjeera Hospitality (Vijayawada) Private Limited | Entity under significant influence of KMP |
| 20 | Vasavi Realtors LLP | Entity under significant influence of KMP |
| 21 | Manjeera Projects | Entity under significant influence of KMP |
| 22 | Manjeera Enterprises LLP | Entity under significant influence of KMP |
| 23 | Ms Rachana | Relative of Key Managerial Person |
| 24 | Mr Vivekananda | Relative of Key Managerial Person |

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

36.2. Transactions during the year with Related Parties

| Sr. No | Party name | Nature | For FY 2019-20 | For FY 2018-19 |
|--------|---|------------------------------------|----------------|----------------|
| 1 | Manjeera Retail Holding Private Limited | Interest Income | 661.59 | 919.22 |
| 2 | GM Infra Ventures Private Limited | Dividend Received | - | 98.33 |
| 3 | GM Infra Ventures Private Limited | Investments in Shares | 310.00 | - |
| 4 | G Yoganand | Directors Remuneration | 24.00 | 17.10 |
| 5 | K Krishna Murty – Independent Director | Sitting Fee For Meetings | 0.55 | 0.45 |
| 6 | DLS Sreshti – Independent Director | Sitting Fee For Meetings | 0.55 | 0.45 |
| 7 | G Veena | Sitting Fee For Meetings | 0.45 | - |
| 8 | G Padmaja | Sitting Fee For Meetings | - | 0.05 |
| 9 | Manjeera Estates Private Limited | Finance Cost | 455.48 | 456.33 |
| 10 | Manjeera Hotels & Resorts Private Limited | Finance Cost | 434.00 | 425.40 |
| 11 | Aashaya Hotels & Estates Private Limited | Finance Cost | 98.40 | 65.38 |
| 12 | Manjeera Estates Private Limited | (Loan Taken) / Repaid - Net | (42.72) | (1,918.65) |
| 13 | Manjeera Hotels & Resorts Private Limited | (Loan Taken) / Repaid - Net | 1,097.07 | (3,528.06) |
| 14 | Aashraya Hotels & Estates Private Limited | (Loan Taken) / Repaid - Net | - | (820.00) |
| 15 | GM Infra Ventures Private Limited | (Loan Taken) / Repaid - Net | (1,196.40) | - |
| 16 | Manjeera Retail Holdings Private Limited | Loan Given / (received back) - Net | (968.56) | (5,736.24) |
| 17 | Manjeera Hospitality Rajahmundry Private Limited | Sub Contract Receipts | 1,222.00 | 1,882.64 |
| 18 | Manjeera Developers Private Limited | Investments in Shares | 0.61 | - |
| 19 | Vasavi Realtors LLP | Investments in Capital | 208.81 | - |
| 20 | Manjeera Hospitality Rajahmundry Private Limited | Investments in Shares | - | 286.50 |
| 21 | Manjeera Hospitality Rajahmundry Private Limited | Other Advances | - | 104.60 |
| 22 | Manjeera Retail Holding Private Limited | Investments in Shares | - | 5,923.78 |
| 23 | Manjeera Hospitality (Amaravathi) Private Limited | Investments in Shares | - | 2.60 |

36.3. Closing balances as at Year end

| Sr. No | Party name | Nature | As on March 31, 2020 | As on March 31, 2019 |
|--------|---|-------------------------------|----------------------|----------------------|
| 1 | Manjeera Estates Private Limited | Long Term Borrowings | 4,191.64 | 2,444.08 |
| 2 | Manjeera Estates Private Limited | Short Term Borrowings | - | 1,294.92 |
| 3 | Manjeera Hotels & Resorts Private Limited | Short Term Borrowings | - | 4,110.99 |
| 4 | Aashaya Hotels & Estates Private Limited | Short Term Borrowings | - | 820.00 |
| 5 | Manjeera Hotels & Resorts Private Limited | Long Term Borrowings | 3,404.52 | - |
| 6 | Aashaya Hotels & Estates Private Limited | Long Term Borrowings | 820.00 | - |
| 7 | GM Infra Ventures Private Limited | Long Term Borrowings | 1,234.49 | - |
| 8 | G Yoganand | Remuneration payable | 1.40 | - |
| 9 | Manjeera Hospitality Rajahmundry Private Limited | Trade Payable | 170.63 | - |
| 10 | Manjeera Hotels & Resorts Private Limited | Other payables | 7.53 | 7.53 |
| 11 | Manjeera Hotels & Resorts Private Limited | Other Current Assets | 13.43 | 13.43 |
| 12 | Equity Shares – GM Infra Ventures Private Limited | Non Current Investments | - | 591.62 |
| 13 | Equity Shares – MTM Estates and Properties Private Limited | Non Current Investments | 1.00 | 1.00 |
| 14 | Equity Shares – Manjeera Retail Holdings Private Limited | Non Current Investments | - | 10,423.78 |
| 15 | Equity Shares – Manjeera Hospitality Rajahmundry Private Limited | Non Current Investments | - | 286.50 |
| 16 | Equity Shares – Manjeera Hospitality (Amaravathi) Private Limited | Non Current Investments | - | 2.60 |
| 17 | Capital – Vasavi Realtors LLP | Non Current Investments | 398.81 | 190.00 |
| 18 | Manjeera Developers Private Limited | Non Current Investments | 0.61 | - |
| 19 | Manjeera Retail Holdings Private Limited | Long term loans and advances | 5,363.11 | - |
| 20 | Manjeera Retail Holdings Private Limited | Short term loans and advances | - | 5,736.24 |
| 21 | MTM Estates and Properties Private Limited | Other advances | 2.75 | 2.37 |
| 22 | Manjeera Hospitality Rajahmundry Private Limited | Other advances | - | 104.60 |

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| Sr. No | Party name | Nature | As on March 31, 2020 | As on March 31, 2019 |
|--------|---|--------------------------------------|----------------------|----------------------|
| 23 | Manjeera Hospitality (Amaravathi) Private Limited | Other advances | 3.40 | 3.40 |
| 24 | Manjeera Hospitality Rajahmundry Private Limited | Other Current Assets | - | 147.90 |
| 25 | Manjeera Hospitality (Vijayawada) Private Limited | Other Current Assets | 7.32 | 6.88 |
| 26 | GM Infra Ventures Private Limited | Other advances | - | 14.15 |
| 27 | Gajjala Investments & Holdings Private Limited | Other advances | 0.48 | 0.48 |
| 28 | Manjeera Estates Private Limited | Other payables | 0.46 | 27.96 |
| 29 | Mr Vivekanada | Trade receivables | - | 6.53 |
| 30 | Ms Rachana | Other Current liabilities | 24.00 | 24.00 |
| 31 | Manjeera Hospitality (RJY) Private Limited – SAM | Advances recoverable in cash or kind | 60.44 | 104.60 |

37. Segment Reporting

Business segments:

The Company has disclosed Business segment as the primary segment for reporting as defined in Ind AS 108 - Operating Segments, the Managing Director evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented along these business segments viz, Real estate and Sub Contracted Contractual business. Details of standalone segment-wise revenue, results, assets and liabilities.

| PARTICULARS | | As on March 31, 2020 | As on March 31, 2019 |
|-------------|--|----------------------|----------------------|
| I | Segment revenue | | |
| | Real Estates - A | 7,454.41 | 5,277.92 |
| | Sub-contracted contract receipts - B | 2,192.87 | 2,354.98 |
| | Unallocated | 43.53 | 39.85 |
| | Total Revenue from operations | 9,690.81 | 7,672.75 |
| II | Segment Results | | |
| | Real Estates - A | 1,075.51 | 825.21 |
| | Sub-contracted contract receipts - B | 109.94 | 200.08 |
| | Unallocated | 28.82 | 23.35 |
| | Profit before Other adjustments | 1,214.27 | 1,048.64 |
| | Less: Finance Cost | 1,313.07 | 1,238.56 |
| | Less: Other Unallocable expenditure | 598.95 | 712.47 |
| | Add: Finance and Other Income | 818.63 | 1,226.20 |
| | Total Profit before Tax | 120.87 | 323.81 |
| III | Capital Employed | | |
| | (Segment assets - Segment Liabilities) | | |
| | Real Estates - A | 7,083.65 | 827.45 |
| | Sub-contracted contract receipts - B | 242.28 | 139.28 |
| | Unallocated | 2,979.14 | 9,316.34 |
| | Total Capital Employed | 10,305.08 | 10,283.07 |

Geographical segment:

The Company has operations in India only. The conditions prevailing in India being uniform, hence no separate geographical segment disclosure is considered necessary.

38. Financial instruments

Financial instruments by category

The carrying value and fair value of financial instruments by categories as at March 31, 2020 were as follows:

| | Note | FVTPL | FVTOCI | Amortized cost | Total carrying value | Total fair value |
|--------------------------|------|-------|--------|----------------|----------------------|------------------|
| Financial assets: | | | | | | |
| Investments | 4 | - | - | 12,014.93 | 12,014.93 | 12,014.93 |
| Trade receivables | 11 | - | - | 2,173.77 | 2,173.77 | 2,173.77 |
| Loans | 13 | - | - | 5,363.11 | 5,363.11 | 5,363.11 |

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | Note | FVTPL | FVTOCI | Amortized cost | Total carrying value | Total fair value |
|------------------------------------|---------|-------|--------|------------------|----------------------|------------------|
| Cash and Bank Balances | 5 & 12 | - | - | 265.17 | 265.17 | 265.17 |
| Other financial assets | 6 & 14 | - | - | 2,098.28 | 2,098.28 | 2,098.28 |
| Total financial assets | | - | - | 21,915.26 | 21,915.26 | 21,915.26 |
| Financial liabilities: | | | | - | | |
| Borrowings | 18 & 21 | - | - | 16,509.10 | 16,509.10 | 16,509.10 |
| Trade payables | 22 | - | - | 3,691.00 | 3,691.00 | 3,691.00 |
| Other financial liabilities | 23 | - | - | 1,508.13 | 1,508.13 | 1,508.13 |
| Total financial liabilities | | - | - | 21,708.23 | 21,708.23 | 21,708.23 |

The carrying value and fair value of financial instruments by categories as at March 31, 2019 were as follows :

| | Note | FVTPL | FVTOCI | Amortized cost | Total carrying value | Total fair value |
|------------------------------------|---------|-------|--------|------------------|----------------------|------------------|
| Financial assets | | | | | | |
| Investments | 4 | - | - | 11,495.50 | 11,495.50 | 11,495.50 |
| Trade receivables | 11 | - | - | 1,924.53 | 1,924.53 | 1,924.53 |
| Loans | 13 | - | - | 5,736.24 | 5,736.24 | 5,736.24 |
| Cash and Bank Balances | 5 & 12 | - | - | 406.43 | 406.43 | 406.43 |
| Other financial assets | 6 & 14 | - | - | 1,870.87 | 1,870.87 | 1,870.87 |
| Total financial assets | | - | - | 21,433.58 | 21,433.58 | 21,433.58 |
| Financial liabilities: | | | | | | |
| Borrowings | 18 & 21 | - | - | 17,113.14 | 17,113.14 | 17,113.14 |
| Trade payables | 22 | - | - | 3,523.16 | 3,523.16 | 3,523.16 |
| Other financial liabilities | 23 | - | - | 252.92 | 252.92 | 252.92 |
| Total financial liabilities | | - | - | 20,889.22 | 20,889.22 | 20,889.22 |

Notes to financial instruments

The management assessed that the fair value of cash and cash equivalents, trade receivables, loans, trade payables and other financial liabilities approximate the carrying amount largely due to short-term maturity of these instruments. The management assessed that the fair value of borrowings approximate the carrying amount largely due to such borrowings carry floating interest rates or rates are negotiable.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

39. Financial risk management

Financial risk factors

The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

| Risk | Exposure arising from | Measurement |
|-----------------------------|--|-----------------------------|
| Credit risk | Cash and cash equivalent, trade receivables, financial assets measured at amortized cost | Ageing analysis |
| Liquidity risk | Borrowings and other financial liabilities | Rolling cash flow forecasts |
| Market risk – Interest rate | Long-term borrowings at variable rates | Sensitivity analysis |

a. Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at amortized cost. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls. Credit risk related to cash and cash equivalents and bank deposits is managed by accepting highly rated banks and diversifying bank deposits.

Credit risk management

The finance function of the Company assesses and manages credit risk based on internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics.

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

Based on business environment in which the Company operates, a default on a financial asset is considered when the counterparty fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognized in statement of profit and loss.

Expected credit loss for trade receivables under simplified approach

Real estate business

The Company's trade receivables does not have any expected credit loss as registration of properties sold is generally carried out once the Company receives the entire payment. During the periods presented, the Company made no write-offs of trade receivables and no recoveries from receivables previously written off. But a general provision for Expected credit loss @ 0.4% has been provided

b. Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

Maturities of financial liabilities

The tables below analyze the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

| As at March 31, 2020 | Less than 1 year | 1 years to 5 years | 5 years and above | Total |
|-----------------------------|------------------|--------------------|-------------------|------------------|
| Non-derivatives | | | | |
| Borrowings | 2,070.11 | 15,653.48 | - | 17,723.59 |
| Trade payables | 3,691.00 | - | - | 3,691.00 |
| Other financial liabilities | 293.65 | - | - | 293.65 |
| Total | 6,054.76 | 15,653.48 | - | 21,708.23 |
| As at March 31, 2019 | Less than 1 year | 1 years to 5 years | 5 years and above | Total |
| Non-derivatives | | | | |
| Borrowings | 9,637.41 | 7,489.94 | - | 17,127.35 |
| Trade payables | 3,534.99 | - | - | 3,534.99 |
| Other financial liabilities | 238.71 | - | - | 238.71 |
| Total | 13,411.11 | 7,489.94 | - | 20,901.05 |

c. Interest rate risk

The Company's fixed rate borrowings are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, 'Financial Instruments - Disclosures', since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The Company's variable rate borrowing is subject to interest rate. Below is the overall exposure of the borrowing:

| | MARCH 31, 2020 | MARCH 31, 2019 |
|-------------------------|------------------|------------------|
| Variable rate borrowing | 5,494.49 | 6,259.95 |
| Fixed rate borrowing | 12,229.10 | 10,867.40 |
| Total borrowings | 17,723.59 | 17,127.35 |

Interest rate risk

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

| | MARCH 31, 2020 | MARCH 31, 2019 |
|---|----------------|----------------|
| Interest rates – increase by 50 basis points (50 bps) | (27.47) | (31.30) |
| Interest rates – decrease by 50 basis points (50 bps) | 27.47 | 31.30 |

Notes Forming Part of Standalone Financial Statements for the period ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

40. Capital Management

The Company's objectives when managing capital are to:

Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors its capital using gearing ratio, which is net debt divided by total equity. Net debt includes long term borrowings, short term borrowings, current maturities of long term borrowings less cash and cash equivalents and other bank balances.

| | MARCH 31, 2020 | MARCH 31, 2019 |
|---|----------------|----------------|
| Long term borrowings (including current maturities) | 17,723.59 | 17,127.35 |
| Less: Cash and Bank Balances | (265.17) | (406.43) |
| Net debt | 17,458.42 | 16,720.92 |
| Total equity | 10,305.08 | 10,283.07 |
| Gearing ratio | 1.69 | 1.63 |

41. World Health Organisation (WHO) declared Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, Government of India declared lockdown on March 23, 2020 and the Company suspended the operations in compliance with the lockdown instructions given by Central and State Governments. COVID-19 has impacted the normal business operations of the Company by way of interruptions in project disruptions, supply chain disruptions, unavailability of personnel, during the lock down period. Since the Lockdown has been announced at the far end of the FY, there is no impact on the revenue stream of the company for the FY 2019-20.

The Company made a detailed assessment of its liquidity position for the next year and the recoverability and carrying value of its assets comprising property, plant and equipment, investment properties, investments, inventory, advances, receivables, other financial and non financial assets etc. Based on current indication of future economic conditions, the Company expects to recover the carrying amount of these assets. The situation is changing rapidly giving raise to inherent uncertainty around the extent and timing of the potential future impact of COVID-19 which may be different from that estimated as at the date of approval of these financial statements.

The Central and State Governments have initiated steps to lift the lockdown and the Company will adhere to the same as it reassumes its activities. Construction work at sites already restarted. Since it is only few weeks into the pandemic, the Company will continue to closely observe the evolving scenario and take into account any future developments arising out of the same.

In a significant relief to borrowers, RBI in a press conference dated March 27, 2020 announced that all banks and NBFCs have been permitted to allow a moratorium of 3 months on repayment of term loans outstanding on March 1, 2020 and further extended upto August 31, 2020.

The Company availed moratorium for all secured loans for such period. The Company has opted to pay the interest for such period by adding to the outstanding principal loan and the loan tenure will be increased accordingly.

42. Section 186 of the Companies Act 2013 is not applicable to the Company being the Company is in business of providing infrastructural facilities i.e. real estate development business covered under point 5(a) of the Schedule VI of the Companies Act, 2013.
43. Previous year's figures have been regrouped/rearranged to conform to those of the current year.

M. Bhaskara Rao & Co
CHARTERED ACCOUNTANTS
Firm Registration No: 000 459 S

V K Muralidhar
Partner

Hyderabad, June 29, 2020

For and on behalf of the Board of Directors of
Manjeera Constructions Limited

G Yoganand
Managing Director
DIN: 00850735

PRRVNE Prasad Raju
CFO

K Krishna Murty
Director
DIN: 01466390

CH N V Rambabu
Company Secretary
M.No - A44763

Consolidated Independent Auditors' Report

To
The Members of **Manjeera Constructions Limited**
Report on the Audit of the Consolidated Financial Statements

Qualified Opinion

We have audited the accompanying Consolidated Financial Statements of **Manjeera Constructions Limited** and its subsidiary (the Company and its subsidiary together referred to as "the Group"), and its associate comprising the Consolidated Balance Sheet as at March 31, 2020, the Consolidated Statement of Profit and Loss (including other Comprehensive Income), the Consolidated Statement of Cash Flow and the Consolidated Statement of Changes in Equity for the year then ended and summary of the significant accounting policies and other explanatory information ("here after referred to as "the Consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, excepts to the effects of the matter discussed in the Basis for Qualified Opinion section of our report, the aforesaid Consolidated financial statements give the information required by the Companies Act 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the Consolidated Loss and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the Consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI 's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion on the Consolidated financial statements.

Basis for Qualified Opinion

As explained in note in Note 3 (1) of the accompanying statement as at March 31, 2020, inventory of properties under development include interest cost on the borrowings capitalised in the earlier years – ₹3149.78 Lakhs (Upto March 31, 2019 – ₹5730.39 Lakhs), which in their opinion, is not in accordance with the requirements of Indian Accounting Standards (Ind AS) 23 "Borrowing Cost". Had the Company followed the accounting principles as laid down under Ind AS 23, the balance of inventories and reserves and surplus as at March 31, 2020 would have been lower by ₹3,149.78 Lakhs (March 31, 2019: ₹5,730.39 Lakhs).

Emphasis of Matter:

We draw attention to Note: 44 of the consolidated financial statements which describes the uncertainties and the management's assessment of the financial impact due to lock down and other restrictions and conditions related to COVID-19 pandemic situation, for which a definitive assessment of the impact in the subsequent period is highly dependent on future economic developments and circumstances as they evolve.

Our opinion is not modified in this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report

| S.No | Key Audit Matters | Auditors Response |
|------|--|--|
| 1 | <p>Carrying values of Inventories (Construction work in Progress and Stock in Trade)</p> <p>There is a risk that the valuation of inventory may be misstated as it involves the determination of net realizable value (NRV) and estimated total construction cost of completion of each of the projects which is an area of judgement.</p> <p>Refer Notes 2.3.2 to the Consolidated Financial Statements</p> | <p>Principal audit procedures</p> <p>We assessed the Company's process for the valuation of inventories.</p> <p>Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <p>Evaluated the design of the internal controls relating to the valuation of inventories.</p> <p>Tested the operating effectiveness of controls for the review of estimates involved for the expected cost of completion of projects including construction cost incurred, construction budgets and net realizable value. We carried out a combination of procedures involving enquiry and observation, and inspection of evidence in respect of operation of these controls.</p> <p>Selected a sample of project specific inventories and performed the procedures around:</p> <p>Construction costs incurred for the project specific inventories by tracing to the supporting documents, estimated total construction cost to be incurred for completing the construction of the project and corroborated the same with the reports from external supervising engineers, where applicable. Obtained the company's assessment of NRV for the project specific inventories.</p> <p>The expected net amounts to be realized from the sale of inventory in the ordinary course of business.</p> |
| 2 | <p>Fair Valuation of Non-current Investments</p> <p>The investments which are carried at Amortised cost involves assumptions and estimates in evaluation of inputs used for the purpose of fair valuation.</p> <p>There is a risk that these investments are subject to diminution in value of investments as at March 31, 2020</p> <p>Refer Notes 2.3.15a and 4 to the Consolidated Financial Statements</p> | <p>Principal audit procedures</p> <p>We assessed the Company's valuation methodology of non-current investments carried at amortised cost.</p> <p>Evaluated the design of the internal controls relating to the valuation of non-current investments at amortised cost.</p> <p>Tested the operating effectiveness of controls for the review of assumptions and estimates used in evaluation of inputs for the purpose of fair valuation. We carried out a combination of procedures involving enquiry and observation, and inspection of evidence in respect of operation of these controls.</p> <p>For a sample of non-current investments at amortised cost we performed the following procedures:</p> <p>Reviewed the latest financial statements of the investee company and evaluated the realisable value of the assets net of liabilities and tested the impairment requirements.</p> |

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Group's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Management Discussion and Analysis, Financial and Operational Review, Director's Report, Corporate Governance Report, Annual Report on CSR activities, but does not include the Consolidated financial statements and our auditor's report thereon.

Our opinion on the Consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained during the course of our audit, or otherwise appears to be materially misstated.

If, based on the work we have performed we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Consolidated Financial Statements

The group's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated financial statements that give a true and fair view of the Consolidated financial position, Consolidated financial performance, and Consolidated cash flows of the in accordance with The Accounting Standards specified under section 133 of the Companies Act, 2013,

read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the Companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 the accounting records, relevant to the preparation and presentation of the Consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated financial statements, the respective Board of Directors of the Companies included in the Group are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibility for the Audit of Consolidated Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated financial statements

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter:

The consolidated Financial statements include the audited Financial statements of four subsidiaries and one associate, whose Financial Statements reflect Group's share of total assets of ₹1825.49 Lakhs as at March 31, 2020, Group's share of total revenue of ₹101.16 Lakhs and Group's share of total net profit after tax of ₹38.72 Lakhs before giving effect to the consolidated adjustments, as considered in the consolidated Financial statements, which have been audited by their respective independent auditors. The independent auditors' reports on standalone financial statements of these entities have been furnished to us and our opinion on the consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of other auditors on separate financial statements and other financial information of the subsidiaries and associates as noted in the 'Other matter' paragraph, we report, to the extent applicable that:

- a) We / other auditors whose reports we have relied upon, 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 of the aforesaid consolidated Ind AS financial statements.
- b) In our opinion, proper books of account as required by law have been kept by the Group so far as it appears from our examination of those books.
- c) The consolidated Balance Sheet, the consolidated Statement of Profit and Loss including statement of Other Comprehensive Income, the consolidated Cash Flow Statement and consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended except as stated in the Qualified Opinion section and Basis for Qualified Opinion section of this report.
- e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2020 taken on record by the Board of Directors of the Holding Company and the reports of the other statutory auditors of its subsidiary company, incorporated in India, none of the other directors of the Group's companies is disqualified as on March 31, 2020 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 A" which is based on the auditors' report of the Holding Company and subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting in the Holding Company and its subsidiary companies incorporated in India
- g) with respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, as noted in the 'Other matter' paragraph:
 - i) The Consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group and its associated – Refer Note no 34 and 35 to consolidated financial statements;
 - ii) Provision has been made in the consolidated financials statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts; and
 - iii) There has been no delay in transferring amounts that are required to be transferred by the Holding Company and no amounts are required to be transferred to the Investor Education and Protection Fund by the subsidiaries for the year ended March 31, 2020.

For M Bhaskara Rao & Co
Chartered Accountants
Firm Registration No: 000 459 S

V K Muralidhar
Partner
Membership No. 201570
UDIN: 20201570AAAADR8062

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(g) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 Manjeera Constructions Limited (hereinafter referred to as the “the Holding Company”) as of March 31, 2020 in conjunction with our audit of the consolidated financial statements of the Holding Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiaries which are incorporated in India are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Holding Company’s internal financial controls over financial reporting with reference to these consolidated financial statements 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 with reference to these consolidated financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, 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 with reference to these consolidated financial statements 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 with reference to these consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Group has, in all material respects, maintained adequate internal financial controls over financial reporting as of March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India, and except for the possible effects of the material weakness described above on the achievement of the objectives of the control criteria, the Group’s internal financial controls over financial reporting were operating effectively as of March 31, 2020.

For M Bhaskara Rao & Co
Chartered Accountants
Firm Registration No: 000 459 S

V K Muralidhar
Partner
Membership No. 201570
UDIN: 20201570AAAADR8062

Place: Hyderabad
Date: June 29, 2020

Consolidated Balance Sheet as at March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| Particulars | NOTE | As at March 31, 2020 | As at March 31, 2019 |
|--|------|-------------------------|-------------------------|
| ASSETS | | | |
| Non Current Assets | | | |
| Property, Plant and Equipment | 3 | 340.39 | 377.58 |
| Investment Property | 3.1 | 19,566.56 | 20,122.40 |
| Good Will | | 2,887.89 | 2,752.45 |
| Other Intangible Assets | 3.2 | 9.70 | 24.18 |
| Financial Assets | | | |
| Investments | 4 | 687.16 | 478.35 |
| Bank balances | 5 | 95.42 | 73.61 |
| Other Financial Assets | 6 | 2,051.07 | 1,883.64 |
| Non Current Tax Assets (Net) | 7 | 1,140.74 | 836.87 |
| Deferred Tax Assets (Net) | 19 | - | 44.37 |
| Other Non Current Assets | 8 | 49.51 | 247.16 |
| Total Non-Current Assets | | 26,828.43 | 26,840.61 |
| Current Assets | | | |
| Inventories | 9 | 17,710.21 | 28,613.38 |
| Financial Assets | | | |
| Trade Receivables | 10 | 4,928.18 | 4,491.25 |
| Cash and Cash Equivalents | 11.1 | 604.55 | 287.17 |
| Bank balances other than above | 11.2 | 158.22 | 476.64 |
| Other Financial Assets | 12 | 265.58 | 162.82 |
| Other Current Assets | 13 | 2,747.75 | 3,329.69 |
| Total Current Assets | | 26,414.48 | 37,360.94 |
| Total Assets | | 53,242.92 | 64,201.55 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| Equity Share Capital | 14 | 1,250.84 | 1,250.84 |
| Other Equity | 15 | 2,555.07 | 7,088.31 |
| Non Controlling Interest | | 0.35 | 162.49 |
| Total Equity | | 3,806.26 | 8,501.64 |
| Liabilities | | | |
| Non Current Liabilities | | | |
| Financial Liabilities | | | |
| Borrowings | 16 | 33,085.87 | 29,786.15 |
| Other Financial Liabilities | 17 | 267.46 | 313.91 |
| Provisions | 18 | 63.89 | 54.89 |
| Deferred Tax Liabilities (Net) | 19 | 67.10 | - |
| Other Non Current Liabilities | 20 | 212.94 | 238.72 |
| Total Non Current Liabilities | | 33,697.25 | 30,393.67 |
| Current Liabilities | | | |
| Financial Liabilities | | | |
| Borrowings | 21 | 962.62 | 9,750.36 |
| Trade Payables | 22 | | |
| Total outstanding dues of micro and small enterprises | | 2.65 | 11.84 |
| Total outstanding dues of creditors other than micro and small enterprises | | 8,526.80 | 7,712.18 |
| Other Financial Liabilities | 23 | 1,791.64 | 287.58 |
| Provisions | 24 | 7.22 | 17.89 |
| Current Tax Liabilities (Net) | 25 | - | 25.00 |
| Other Current Liabilities | 26 | 4,448.48 | 7,501.39 |
| Total Current Liabilities | | 15,739.40 | 25,306.24 |
| Total Equity and Liabilities | | 53,242.92 | 64,201.55 |

Accompanying notes forming part of the consolidated financial statements

As per our report of even date attached

M. Bhaskara Rao & Co
 CHARTERED ACCOUNTANTS
 Firm Registration No: 000 459 S

V K Muralidhar
 Partner

Hyderabad, June 29, 2020

For and on behalf of the Board of Directors of
 Manjeera Construction Limited

G Yoganand
 Managing Director
 DIN: 00850735

PRRVNE Prasad Raju
 CFO

K Krishna Murty
 Director
 DIN: 01466390

CH N V Rambabu
 Company Secretary
 M.No - A44763

Consolidated Statement of Profit and Loss for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| Particulars | NOTE | YEAR ENDED March 31, 2020 | YEAR ENDED March 31, 2019 |
|--|------|------------------------------|------------------------------|
| Revenue from Operations | 27 | 23,497.02 | 23,454.22 |
| Other Income | 28 | 296.31 | 568.59 |
| Total Income (A) | | 23,793.33 | 24,022.81 |
| EXPENSES | | | |
| Cost of Sales | 29 | 17,346.68 | 15,347.30 |
| Employee Benefits Expense | 30 | 618.05 | 724.12 |
| Finance Costs | 31 | 4,722.93 | 3,448.53 |
| Depreciation and Amortization Expense (Note 3, 3.1 and 3.2) | 3 | 634.78 | 618.24 |
| Other Expense | 32 | 4,902.86 | 4,391.39 |
| Total Expenses (B) | | 28,225.30 | 24,529.56 |
| Profit Before share of profit in Associate | | (4,431.97) | (506.75) |
| Share of Loss in Associate | | - | (0.75) |
| Profit Before Tax | | (4,431.97) | (507.50) |
| Current Tax | 33 | - | 147.82 |
| Deferred Tax | | 107.96 | (81.59) |
| (D) | | 107.96 | 66.23 |
| Profit for the year (C-D=E) | | (4,539.94) | (573.73) |
| Other comprehensive income / (loss) | | | |
| Items that will not be reclassified to profit or loss | | | |
| Remeasurements of the defined benefit plans | | 22.24 | 8.10 |
| Income tax on above | | (3.51) | 0.57 |
| Other comprehensive income / (loss) for the year. (F) | | 18.74 | 8.66 |
| Total comprehensive income for the year. (E+F=G) | | (4,521.20) | (565.07) |
| Profit for the year attributable to: | | | |
| a) Owners of the Company | | (4,551.97) | (201.43) |
| b) Non Controlling Interest | | 12.03 | (372.30) |
| Other Comprehensive Income / (loss) | | | |
| a) Owners of the Company | | 18.74 | 3.03 |
| b) Non Controlling Interest | | - | 5.63 |
| Total Comprehensive Income | | | |
| a) Owners of the Company | | (4,533.23) | (198.40) |
| b) Non Controlling Interest | | 12.03 | (366.67) |
| Earnings per share of face value of ₹10 each. | | | |
| Basic and Diluted - ₹ | | (36.24) | (1.59) |

Accompanying notes forming part of the consolidated financial statements

As per our report of even date attached

M. Bhaskara Rao & Co
CHARTERED ACCOUNTANTS
Firm Registration No: 000 459 S

V K Muralidhar
Partner

Hyderabad, June 29, 2020

For and on behalf of the Board of Directors of
Manjeera Construction Limited

G Yoganand
Managing Director
DIN: 00850735

K Krishna Murty
Director
DIN: 01466390

PRRVNE Prasad Raju
CFO

CH N V Rambabu
Company Secretary
M.No - A44763

Consolidated Cash Flow Statement for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| Particulars | | Year ended March 31, 2020 | Year ended March 31, 2019 |
|-------------|--|------------------------------|------------------------------|
| A. | Cash flows from operating activities | | |
| | Profit before tax | (4,431.97) | (507.51) |
| | <u>Adjustments for:</u> | | - |
| | Depreciation and amortisation expense | 634.78 | 618.24 |
| | Finance costs | 4,722.93 | 3,448.53 |
| | Interest income | (74.25) | (109.73) |
| | Provision for doubtful trade receivables, advances and others | 102.44 | 85.52 |
| | Profit on sale of Fixed assets | - | (2.40) |
| | | 953.93 | 3,532.64 |
| | Operating profit before working capital changes | 953.93 | 3,532.64 |
| | Changes in working capital: | | |
| | Adjustments for (increase) / decrease in operating assets: | | |
| | Decrease in Inventories | 10,903.17 | 2,639.53 |
| | Decrease in Trade receivables | (436.93) | 628.64 |
| | (Increase) / Decrease in Loans | - | 54.51 |
| | Decrease in other financial assets | (102.76) | 11.91 |
| | Decrease in other Other Current Assets | 581.94 | 51.43 |
| | (Increase) in other Other Non Current Assets | 95.21 | 30.73 |
| | Adjustments for increase / (decrease) in operating liabilities: | | |
| | Increase in Trade payables | 805.42 | 835.20 |
| | Increase in other current liabilities | (3,052.91) | (89.74) |
| | (Decrease) in Other Financial Liabilities | 259.35 | (2,203.80) |
| | (Decrease) / Increase in Borrowings | (2,561.84) | (646.27) |
| | (Decrease) / Increase in Provisions | 20.58 | (25.67) |
| | (Increase) / Decrease in other Other Non Current Liabilities | (25.78) | (96.95) |
| | | 6,485.46 | 1,189.52 |
| | Cash generated from operations | 7,439.39 | 4,722.16 |
| | Net income tax Refunds / (Paid) | (328.87) | (298.10) |
| | Net cash flow from operating activities (A) | 7,110.52 | 4,424.06 |
| B. | Cash flow from investing activities | | |
| | Capital expenditure for Property, Plant and Equipment, Investment Property, Intangible Assets including CWIP | (27.28) | (443.67) |
| | Proceeds from disposal of Property, Plant and Equipment, Investment Property | - | 2.40 |
| | Bank balances not considered as Cash and cash equivalents | (21.80) | (25.98) |
| | Interest received | 74.25 | 109.73 |
| | Non current advances | (167.43) | (342.42) |
| | Increase in Investments | (208.81) | (468.35) |
| | Net cash flow from investing activities (B) | (351.08) | (1,168.29) |
| C. | Cash flow from financing activities | | |
| | Proceeds from Issue of Shares (including Securities Premium) | - | - |
| | Purchase of Shares in Subsidiary | (309.61) | (5,923.78) |
| | Proceeds form Long term borrowings | 2,892.04 | 31,716.57 |
| | Repayment of Long term borrowings | (4,619.98) | (26,216.67) |
| | Finance cost | (4,722.93) | (3,448.53) |
| | Dividend & Tax on dividend paid | - | (73.19) |
| | Net cash flow used in financing activities (C) | (6,760.48) | (3,945.59) |
| | Net increase / (decrease) in Cash and cash equivalents (A+B+C) | (1.04) | (689.82) |
| | Cash and cash equivalents at the beginning of the year | 763.81 | 1,453.63 |
| | Effect of exchange differences on restatement of foreign currency Cash and Cash Equivalents | - | - |
| | Cash and cash equivalents at the end of the year (Refer note 11) | 762.77 | 763.81 |
| | Reconciliation of Cash and cash equivalents with the Balance Sheet: | | |
| | Cash and cash equivalents (Refer note 11) | | |
| | Cash and cash equivalents at the end of the year | 762.77 | 763.81 |

As per our report of even date attached

M. Bhaskara Rao & Co
 CHARTERED ACCOUNTANTS
 Firm Registration No: 000 459 S

V K Muralidhar
 Partner

Hyderabad, June 29, 2020

For and on behalf of the Board of Directors of
 Manjeera Construction Limited

G Yoganand
 Managing Director
 DIN: 00850735

PRRVNE Prasad Raju
 CFO

K Krishna Murty
 Director
 DIN: 01466390

CH N V Rambabu
 Company Secretary
 M.No - A44763

Consolidated Statement of Changes in Equity for the year ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

A. Equity share capital

| | Number of shares | Amount |
|---|--------------------|-----------------|
| Balance as at March 31, 2018 | 1,25,08,418 | 1,250.84 |
| Add: Equity shares allotted during the year | - | - |
| Balance as at March 31, 2019 | 1,25,08,418 | 1,250.84 |
| Add: Equity shares allotted during the year | - | - |
| Balance as at March 31, 2020 | 1,25,08,418 | 1,250.84 |

B. Other equity

| | Reserves and Surplus | | | Items of other comprehensive income / (loss) | Total |
|--|----------------------|-----------------|---|--|-----------------|
| | Securities premium | General Reserve | Surplus in Statement of Profit and Loss | | |
| Balance at March 31, 2018 | 1,501.01 | 270.00 | 5,696.62 | 98.03 | 7,565.66 |
| Profit for the year | - | - | (201.43) | - | (201.43) |
| Retaining earning as per Ind AS 115 effect | - | - | (258.93) | - | (258.93) |
| Dividend Tax | - | - | (20.02) | - | (20.02) |
| Other comprehensive income / (loss) for the year, net of tax | - | - | - | 3.03 | 3.03 |
| Balance at March 31, 2019 | 1,501.01 | 270.00 | 5,216.24 | 101.06 | 7,088.31 |
| Profit for the year | - | - | (4,551.97) | - | (4,551.97) |
| Other comprehensive income / (loss) for the year, net of tax | - | - | - | 18.74 | 18.74 |
| Balance at March 31, 2020 | 1,501.01 | 270.00 | 664.27 | 119.80 | 2,555.07 |

Accompanying notes forming part of the consolidated financial statements

As per our report of even date attached

M. Bhaskara Rao & Co
CHARTERED ACCOUNTANTS
Firm Registration No: 000 459 S

V K Muralidhar
Partner

Hyderabad, June 29, 2020

For and on behalf of the Board of Directors of
Manjeera Construction Limited

G Yoganand
Managing Director
DIN: 00850735

PRRVNE Prasad Raju
CFO

K Krishna Murty
Director
DIN: 01466390

CH N V Rambabu
Company Secretary
M.No - A44763

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

1. Corporate Information

Manjeera Constructions Limited is a company registered in India under the companies act, 1956, having its registered office at 711, Manjeera Trinity Corporate, JNTU and Hitech City Road, KPHB Colony, Hyderabad - 520072 is in the business of property development, civil construction contracts, infrastructure projects development and Windmill Energy Production.

2. Significant accounting policies:

2.1. Statement of compliance:

2.1.a. These consolidated financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015, Companies (Indian Accounting Standards) Amendment Rules, 2016 and Companies (Indian Accounting Standards) Amendment Rules, 2017 as applicable.

2.1.b. The consolidated financial statements were authorised for issue by the Company's Board of Directors at its meeting held on June 29, 2020.

2.1.c. Details of the Company's accounting policies are included here under in this Note.

2.1.d. Functional and presentation currency

These standalone financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts have been rounded-off to two decimal places to the nearest Lakhs, unless otherwise indicated.

2.1.e. Basis of measurement:

The standalone financial statements have been prepared on the historical cost basis except for the following items:

| Items | Measurement basis |
|--|---|
| Certain financial assets and liabilities | Fair value |
| Share-based payments | Fair value |
| Net defined benefit (asset) / liability | Fair value of plan assets less present value of defined benefit obligations |

2.1.f. Measurement of fair values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability or
- In the absence of a principal market, in most advantageous market for the asset or liability

The Principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financials statement are categories within in the fair value hierarchy described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2: Valuation techniques for which the lowest level inputs that is significant to the fair value measurement is directly or indirectly observable
- Level 3: Valuation techniques for which the lowest level inputs that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.1.g Use of estimates:

In preparing these standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgements

Critical judgements in applying accounting policies: The following are the critical judgements, apart from those involving estimations, that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statement.

Key sources of estimation uncertainty: The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

| Items requiring significant estimate | Assumption and estimation uncertainty |
|--|---|
| Provision for doubtful receivables (Refer Note no 10) | The company makes provision for Expected Credit loss based on a provision matrix which takes into account historical credit loss experience and adjusted for current estimates. |
| Estimation of net realisable value of inventories (Refer Note no 9) | Inventories are stated at the lower of cost and Fair value. In estimating the net realisable value / Fair value of Inventories the Company makes an estimate of future selling prices and costs necessary to make the sale. |
| Provision for employee benefits (Refer Note no 18) | The Company uses actuarial assumptions to determine the obligations for employee benefits at each reporting period. These assumptions include the discount rate, expected long-term rate of return on plan assets, rate of increase in compensation levels and mortality rates. |
| Provision for taxes (Refer Note no 25) | Significant judgments are required in determining the provision for income taxes, including the amount expected to be paid / recovered for uncertain tax positions. |
| Useful lives of property, plant and equipment (Refer Note no 3) | The company reviews the estimated useful lives of property plant and equipment at the end of each reporting period. During the current year, there has been no change in life considered for the assets. |
| Fair value measurements and valuation processes | In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party qualified valuers to perform the valuation. Finance team works closely with the qualified external valuers to establish the appropriate valuation techniques and inputs to the model. The Chief Financial Officer reports the valuation committee's findings to the board of fluctuations in the fair value of the assets and liabilities. |
| Determination of the timing of revenue recognition on the sale of completed and under development property | The Company has evaluated and generally concluded that the recognition of revenue over the period of time criteria are not met owing to non-enforceable right to payment for performance completed to date and, therefore, recognises revenue at a point in time. The Company has further evaluated and concluded that based on the analysis of the rights and obligations under the terms of the contracts relating to the sale of property, the revenue is to be recognised at a point in time when control transfers which coincides with receipt of Occupation Certificate. |
| Determination of performance obligations | With respect to the sale of property, the Company has evaluated and concluded that the goods and services transferred in each contract constitute a single performance obligation. In particular, the promised goods and services in contracts for the sale of property is to undertake development of property and obtaining the Occupation Certificate. Generally, the Company is responsible for all these goods and services and the overall management of the project. Although these goods and services are capable of being distinct, the Company accounts for them as a single performance obligation because they are not distinct in the context of the contract. |

2.1.h Current Versus Non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

- i) An asset is treated as current when it is:
 - Expected to be realised or intended to be sold or consumed in normal operating cycle
 - Held primarily for the purpose of trading
 - Expected to be realised within twelve months after the reporting period, or
 - Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
- ii) All other assets are classified as non-current.
- iii) A liability is classified as current when:
 - It is expected to be settled in normal operating cycle.
 - It is held primarily for the purpose of trading.
 - It is due to be settled within twelve months after the reporting period, or
 - There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
- iv) All other liabilities are classified as non-current.
- v) Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.2. Principles of Consolidation

The Consolidated Financial Statements comprises Manjeera Constructions limited ("the Company") and its subsidiaries as at 31st March, 2020 and for the period ended on that date. The consolidated Financial statement have been prepared on the following basis:

- a) The financial statements of the company and its subsidiaries are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, Income and expenses after fully eliminating Intra-Group balances and Intra group Transactions resulting in unrelied profit or loss in accordance with IND AS (INDAS) 110 on consolidated Financial statements notified under the companies (Indian Accounting standards) Rules 2015.
- b) The Financial statements of the subsidiaries used in the consolidation are drawn upto the same reporting date as that of the company i.e. 31st March.
- c) The Excess of Cost to the company of its investments in the subsidiaries over the company's portion of equity is recognised in the Financial statements as Goodwill.

2.3. Significant accounting policies**2.3.1. Revenue Recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the collectability is reasonably assured.

2.3.1.a. Real estate sales - Ind AS 115 – Revenue from contracts with customers

The Company develops and sells residential properties. Revenue from contracts is recognised when control over the property has been transferred to the customer. An enforceable right to payment does not arise until the development of the property is completed. Therefore, revenue is recognised at a point in time when the legal title has passed to the customer and the development of the property is completed. The revenue is measured at the transaction price agreed under the contract.

2.3.1.b. Interest income

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rates applicable. Interest income is included in the finance income in the statement of profit or loss.

2.3.1.c. Tenant recoveries

Tenant recoveries related to maintenance and other charges are recognized on an accrual basis in accordance with the terms of the lease agreement with the tenant.

2.3.1.d. On Construction Contracts (Undertaken as Contractors)

The Group follows percentage completions methods for accounting of Constructions Contracts undertaken

2.3.1.e. Windmill energy sales are accounted on sales accrued**2.3.1.f. Price escalation is carried out in the year of settlement of claims / bills.****2.3.1.g. Dividend income is accounted when the right to receive dividend is established.****2.3.1.h. Rental income**

Rental income from leases with scheduled rent increases, incentives, and other rent adjustments is recognized on a straight-line basis over the respective lease term. Amounts recognized as income in the current year and expected to be received in later years is disclosed as "Accrued rental income". Amounts received in the current year but recognized as income in future years, are disclosed as "Unearned rental income". Recognition of rental income is commenced from the date determined based on terms of lease agreements.

2.3.2. Inventories:

Inventory comprises properties under development and construction materials.

Properties under development consists of cost of Land, Land Development expenses, Construction Cost, Interest and Financial Charges and other expenses and is valued at lower of cost and net realisable value.

Construction material is valued at lower of cost and net realizable value. Cost is determined based on first-in-first out basis.

2.3.3. Leases:

Operating Leases

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased assets are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term except where scheduled increase in rent compensates the company with expected inflationary costs.

2.3.4. Employee Benefits:

Employee benefits include provident fund, gratuity fund and compensated absences.

2.3.4.a. Provident Fund

Retirement benefit in the form of a provident fund is a defined contribution scheme and contributions are charged to the Statement of Profit and Loss of the Year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective authorities.

2.3.4.b. Gratuity

Gratuity is a post-employment defined benefit obligation

Liability on account of gratuity is determined using the projected unit credit method, with actuarial valuations being carried out at each balance sheet date and charged to Statement of Profit and Loss. Actuarial gains and losses are recognized in the Statement of Profit and Loss – Other Comprehensive Income, in the period in which such gains or losses arises.

2.3.4.c. Compensated Absences

Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains and losses are immediately taken to the Statement of Profit and Loss.

2.3.4. Borrowing Costs:

Borrowing costs that are attributable to the acquisition or construction of qualifying assets that necessarily takes a substantial period of time to get ready for their intended use are capitalized as part of the cost of such assets. Interest income earned on the temporary investment of specific borrowings pending its expenditure on qualifying assets is deducted from the costs of qualifying assets. Other borrowing costs are recognised as an expense, in the period in which they are incurred.

2.3.5. Taxation

Income tax expense represents sum of the tax currently payable and deferred tax

2.3.5.a. Current Tax: Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India.

2.3.5.b. Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary differences arise from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

2.3.5.c. Current and deferred tax

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.3.6. Property, plant and equipment:

Property, plant and equipment are carried at cost of acquisition less accumulated depreciation and impairment losses, if any. The cost of Property, plant and equipment comprises of purchase price, applicable duties and taxes, any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying fixed assets, upto the date the asset is ready for its intended use. "The initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located is required to be included in the cost of the respective item of property plant and equipment" and "Cost of major inspections is recognised in the carrying amount of property, plant and equipment as a replacement, if recognition criteria are satisfied and any remaining carrying amount of the cost of previous inspection is derecognised".

Property, Plant and equipment retired from active use and held for sale are stated at the lower of their net book value and net realizable value and are disclosed separately.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.3.7. Investment Property:

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with the Ind AS16's requirement for cost model.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no further economic benefits expected from disposal. Any gain or loss arising on derecognition of the property is included in profit or loss in the period in which the property is derecognised.

2.3.8 Depreciation and Amortisation:

2.3.8.a. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost less its estimated residual value.

Depreciation on Property, Plant and equipment and Investment Property has been provided on the straight line method as per the useful life prescribed in Schedule II to the Companies Act, 2013

Building 60 Years

Plant and equipment 15 Years

Electrical equipment 10 Years

Office equipments 5 Years

Furniture & fixtures 8 Years

Computers 3 Years

Vehicles 8 Years

Cost of assets not ready for use at the balance sheet date are disclosed under capital work-in-progress.

2.3.8.b. Intangible assets

Intangible assets acquired separately are measured on initial recognition cost and are amortized on Straight Line Method based on the estimated useful economic life.

The amortized period and amortization method are reviewed at each financial year end.

2.3.9 Impairment of Assets:

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

2.3.10. Foreign currency transactions and translation

Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange differences

Exchange differences arising on the settlement of monetary items or on the reporting of monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as gains or losses in the year in which they arise.

2.3.11. Cash and cash equivalents

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

2.3.12. Segment reporting

Identification of segments

The Group is primarily engaged in the businesses of real estate development and also in the business of undertaking the infra Projects which as per Ind AS 108 on 'Operating Segments' and both of them are considered to be the reportable business segments. One of the subsidiaries, Manjeera Retail Holdings Pvt. Ltd, apart from the Real estate it is also engaged in the Leasing business for which the segment reporting is also provided. The Group is operating in India and considered as single geographical segment for reporting purpose.

Unallocated items:

Unallocated items include general corporate income and expenses which are not allocated to any business segment.

Segment Policies:

The Group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financials statements of the company as a whole.

2.3.13. Earnings Per Share:

Basic earnings per equity share is computed by dividing the net profit for the year attributable to the Equity Shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit for the year, adjusted for the effects of dilutive potential equity shares, attributable to the Equity Shareholders by the weighted average number of the equity shares and dilutive potential equity shares outstanding during the year except where the results are anti-dilutive.

2.3.14. Provisions, Contingent Liabilities and Contingent Assets:

The Group recognises provisions when there is present obligation as a result of past event and it is probable that there will be an outflow of resources and reliable estimate can be made of the amount of the obligation. A disclosure for Contingent liabilities is made in the notes on accounts when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Contingent assets are disclosed in the financial statements when flow of economic benefit is probable.

2.3.15. Financial instruments:

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.3.15.a. Financial assets

Financial asset is

1. Cash / Equity Instrument of another Entity,
2. Contractual right to –
 - a) receive Cash / another Financial Asset from another Entity, or
 - b) exchange Financial Assets or Financial Liabilities with another Entity under conditions that are potentially favourable to the Entity.

Subsequent measurement of the financial assets

- (i) Financial assets carried at amortised cost
A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- (ii) Financial assets at fair value through other comprehensive income
A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Further, in case where the company has made an irrevocable selection based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.
- (iii) Financial assets at fair value through profit or loss
A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.
- (iv) The Group recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in statement of profit or loss.

2.3.15.b. Financial liabilities

Financial liability is

Contractual Obligation to

- a) deliver Cash or another Financial Asset to another Entity, or
- b) exchange Financial Assets or Financial Liabilities with another Entity under conditions that are potentially unfavourable to the Entity.

Subsequent measurement of the financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate the fair value due to the short maturity of these instruments.

Derecognition of financial instruments

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

2.3.16. Cash Flow Statement:

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.3.17. Exceptional Items:

Exceptional Items represents the nature of transactions which are not in recurring nature during the ordinary course of business but lead to increase / decrease in profit / loss for the year.

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

Note 3: Property, Plant & Equipment and Capital Work-in-Progress:

Carrying Amount:

| | As at March 31, 2020 | As at March 31, 2018 |
|----------------------|-------------------------|-------------------------|
| Freehold Land | 1.68 | 1.68 |
| Plant and Machinery | 161.68 | 178.67 |
| Electrical Equipment | 15.77 | 18.66 |
| Furniture & Fixtures | 94.00 | 88.41 |
| Vehicles | 51.60 | 67.17 |
| Office Equipment | 5.88 | 4.99 |
| Computers | 9.79 | 18.00 |
| Total | 340.39 | 377.58 |

Capital work in progress

Cost or deemed Cost:

| | Land | Plant and Machinery | Electrical Equipments | Furniture & Fixtures | Vehicles | Office Equipment | Computers | Total |
|-------------------------------------|-------------|------------------------|--------------------------|-------------------------|---------------|---------------------|--------------|-----------------|
| Balance as at March 31, 2018 | 1.68 | 590.29 | 36.36 | 117.74 | 125.17 | 46.11 | 86.47 | 1,003.82 |
| Additions | - | - | 6.61 | 27.47 | 56.43 | 2.34 | 9.53 | 102.38 |
| Disposals / Adjustments | - | - | - | - | - | - | - | - |
| Balance as at March 31, 2019 | 1.68 | 590.29 | 42.97 | 145.21 | 181.60 | 48.45 | 96.00 | 1,106.20 |
| Additions | - | - | - | 21.03 | - | 2.68 | 3.57 | 27.28 |
| Disposals / Adjustments | - | - | - | - | - | - | - | - |
| Balance as at March 31, 2020 | 1.68 | 590.29 | 42.97 | 166.24 | 181.60 | 51.12 | 99.57 | 1,133.48 |

Accumulated depreciation

| | Land | Plant and Machinery | Electrical Equipments | Furniture & Fixtures | Vehicles | Office Equipment | Computers | Total |
|-------------------------------------|------|------------------------|--------------------------|-------------------------|---------------|---------------------|--------------|---------------|
| Balance as at March 31, 2018 | - | 393.35 | 25.39 | 54.07 | 90.32 | 41.09 | 67.34 | 671.56 |
| Depreciation / Amortization | - | 18.27 | (1.07) | 2.72 | 24.10 | 2.37 | 10.58 | 56.98 |
| Disposals / Adjustments | - | - | - | - | - | - | - | - |
| Balance as at March 31, 2019 | - | 411.62 | 24.32 | 56.80 | 114.43 | 43.46 | 77.92 | 728.54 |
| Depreciation / Amortization | - | 16.99 | 2.89 | 15.44 | 15.57 | 1.79 | 11.79 | 64.47 |
| Disposals / Adjustments | - | - | - | - | - | - | - | - |
| Balance as at March 31, 2020 | - | 428.61 | 27.21 | 72.24 | 130.00 | 45.25 | 89.71 | 793.01 |

Note: Refer note 16 and 21 for details of assets pledged.

Note 3.1: Investment property

Carrying Amount:

| | As at March 31, 2020 | As at March 31, 2019 |
|--------------------------|-------------------------|-------------------------|
| Land | 5,812.76 | 5,812.76 |
| Buildings | 11,482.70 | 11,694.90 |
| Plant and Machinery | 1,877.94 | 2,090.18 |
| Electrical Equipment | 262.95 | 334.61 |
| Furniture & Fixtures | 130.21 | 189.95 |
| Capital Working Progress | - | - |
| Total | 19,566.56 | 20,122.40 |

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

Cost or deemed Cost:

| | Land - Freehold | Buildings | Plant and Machinery | Electrical Equipment | Furniture & Fixtures | Capital Working Progress | Total |
|-------------------------------------|-----------------|------------------|---------------------|----------------------|----------------------|--------------------------|------------------|
| Balance as at March 31, 2018 | 5,812.76 | 12,426.06 | 2,975.18 | 672.62 | 357.26 | 35.72 | 22,279.61 |
| Additions | - | 255.94 | 77.33 | - | 45.37 | 82.29 | 460.93 |
| Disposals / Adjustments | - | - | - | - | - | (118.01) | (118.01) |
| Balance as at March 31, 2019 | 5,812.76 | 12,682.00 | 3,052.51 | 672.62 | 402.63 | - | 22,622.52 |
| Additions | - | - | - | - | - | - | - |
| Disposals / Adjustments | - | - | - | - | - | - | - |
| Balance as at March 31, 2020 | 5,812.76 | 12,682.00 | 3,052.51 | 672.62 | 402.63 | - | 22,622.52 |

Accumulated Depreciation:

| | Land - Freehold | Buildings | Plant and Machinery | Electrical Equipment | Furniture & Fixtures | Capital Working Progress | Total |
|-------------------------------------|-----------------|-----------------|---------------------|----------------------|----------------------|--------------------------|-----------------|
| Balance as at March 31, 2018 | - | 779.73 | 754.46 | 262.81 | 148.15 | - | 1,945.14 |
| Depreciation | - | 207.37 | 207.87 | 75.21 | 64.53 | - | 554.98 |
| Disposals / Adjustments | - | - | - | - | - | - | - |
| Balance as at March 31, 2019 | - | 987.10 | 962.33 | 338.01 | 212.68 | - | 2,500.12 |
| Depreciation | - | 212.20 | 212.24 | 71.66 | 59.74 | - | 555.84 |
| Disposals / Adjustments | - | - | - | - | - | - | - |
| Balance as at March 31, 2020 | - | 1,199.30 | 1,174.57 | 409.68 | 272.42 | - | 3,055.96 |

Fair value of the investment property

The fair value of the investment properties as at March 31, 2020 and March 31, 2019 have been arrived at on the basis of a valuation carried out as on the respective dates. The fair value was derived using the market comparable approach based on recent market prices without any significant adjustments being made to the market observable data.

Details of the investment property and information about the fair value hierarchy as at March 31, 2020 and March 31, 2019, are as follows:

| | Fair value hierarchy | Fair value as at March 31, 2020 | Fair value as at March 31, 2019 |
|--------------|----------------------|---------------------------------|---------------------------------|
| Land | Level 3 | 5,812.76 | 5,812.76 |
| Buildings | Level 3 | 11,482.70 | 11,694.90 |
| Total | | 17,295.46 | 17,507.66 |

Note 3.2: Other Intangible Assets

Carrying Amount:

| | As at March 31, 2020 | As at March 31, 2019 |
|-------------------|----------------------|----------------------|
| Computer Software | 9.70 | 24.18 |
| Goodwill | 2,887.89 | 2,752.45 |
| Total | 2,897.59 | 2,776.63 |

Cost or deemed Cost:

| | Computer Software | Total |
|-------------------------------------|-------------------|--------------|
| Balance as at March 31, 2018 | 74.09 | 74.09 |
| Additions | 10.48 | 10.48 |
| Disposals / Adjustments | - | - |
| Balance as at March 31, 2019 | 84.57 | 84.57 |
| Additions | - | - |
| Disposals / Adjustments | - | - |
| Balance as at March 31, 2020 | 84.57 | 84.57 |

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

Accumulated depreciation

| | Computer Software | Total |
|-------------------------------------|-------------------|--------------|
| Balance as at March 31, 2018 | 42.01 | 42.01 |
| Depreciation / Amortization | 18.38 | 18.38 |
| Disposals / Adjustments | - | - |
| Balance as at March 31, 2019 | 60.39 | 60.39 |
| Depreciation / Amortization | 14.47 | 14.47 |
| Disposals / Adjustments | - | - |
| Balance as at March 31, 2020 | 74.87 | 74.87 |

Note: Refer note 16 and 21 for details of assets pledged.

| | March 31, 2020 | | March 31, 2019 | |
|--|----------------|---------------|----------------|---------------|
| | Number | Amount | Number | Amount |
| 4 Non Current Investments | | | | |
| Trade (Unquoted) (At Cost) | | | | |
| 4.1 In Associates | | | | |
| (i) Investment in equity shares | | | | |
| Manjeera Hospitality (Amaravati) Private Limited | 0.26 | 2.60 | 0.26 | 2.60 |
| Less: Share of Loss for the period | | (0.75) | | (0.75) |
| | | 1.85 | | 1.85 |
| Total aggregate investments in Associates | 0.26 | 1.85 | 0.26 | 1.85 |
| 4.2 In Others | | | | |
| (i) Investment in equity shares | | | | |
| In Shares of ₹10 each, fully paid up | | | | |
| Manjeera Hospitality (Rajahmundry) Private Limited | 28.65 | 286.50 | 28.65 | 286.50 |
| (ii) Investment in others | | | | |
| Vasavi Realtors LLP (Refer 4.3) | - | - | - | - |
| | - | 398.81 | - | 190.00 |
| | - | - | - | - |
| | 28.65 | 685.31 | 28.65 | 476.50 |
| Grand Total | 28.91 | 687.16 | 28.91 | 478.35 |

4.3 20% of Capital invested by Company in Vasavi Realtors LLP

| | As at March 31, 2020 | As at March 31, 2019 |
|---|-------------------------|-------------------------|
| 5 Non Current Bank Balances | | |
| Deposits with maturity of more than 12 months (Refer Note No 5.1) | 95.42 | 73.61 |
| | 95.42 | 73.61 |
| 6 Other Financial Assets | | |
| (Unsecured and Considered Good) | | |
| Deposits under Joint Development Arrangements | 1,762.05 | 1,404.88 |
| Electricity and Other deposits | 229.02 | 185.98 |
| Advance for Land Acquisition | 60.00 | 292.77 |
| Grand Total | 2,051.07 | 1,883.64 |

5.1 Margin Money Deposits represents the deposits lodged with Banks against Guarantees issued by them.

| | | |
|---------------------------------------|-----------------|---------------|
| 7 Non-Current Tax Assets (Net) | 1,140.74 | 836.87 |
| Total | 1,140.74 | 836.87 |
| 8 Other Non-Current Assets | | |
| Deferred Expenditure | 46.11 | 139.16 |
| Other advances | 3.40 | 108.00 |
| Total | 49.51 | 247.16 |
| 9 Inventories | | |
| Residential Projects | | |
| Space held for sale (Projects) | 7,466.83 | 10,008.60 |
| Manjeera Heights - Phase I | - | - |
| Manjeera Trinity Homes | 157.89 | 509.86 |

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | As at March 31, 2020 | As at March 31, 2019 |
|---------------|--|-------------------------|-------------------------|
| | Property Development-in-Progress (Projects) | | |
| | Manjeera Diamond Villas | 488.28 | 1,015.88 |
| | Manjeera Monarch | 5,550.22 | 7,796.43 |
| | WIP-Monrch Club House | 444.97 | - |
| | Yelahanka, Bangalore | 396.85 | 337.86 |
| | Manjeera Blue | 186.63 | 164.91 |
| | French County | 241.99 | 183.67 |
| | Hydro Power Project (in Progress) | 47.14 | 47.14 |
| | Properties under development(Refer Note 9.2) | 10,169.94 | 18,507.49 |
| | Construction material (Refer Note 9.2) | 26.29 | 50.14 |
| | Total | 17,710.21 | 28,613.38 |
| 9.1 | Borrowing Costs capitalised during the period as inventory ₹969.56 (March 31, 2019: ₹3799.29 Lakhs). | | |
| 9.2 | Inventories have been pledged as security for borrowings, refer note 16 for details. | | |
| 10 | Trade Receivables | | |
| | Unsecured (Refer note 10.1 to 10.5) | | |
| | Considered Good | 4,928.18 | 4,491.25 |
| | Considered Doubtful | 307.89 | 346.23 |
| | | 5,236.07 | 4,837.48 |
| | Less : Allowance for doubtful trade receivables | 307.89 | 346.23 |
| | Total | 4,928.18 | 4,491.25 |
| 10.1 | Trade receivables of one of the subsidiary of ₹2,697.84 Lakhs have been pledged as security for borrowings, refer note 16 for details. | | |
| 10.2 | The credit period towards trade receivables generally ranges between 30 to 180 days. No interest is recovered for payments received beyond due date. | | |
| 10.3 | In determining the allowance for trade receivables the company has used practical expedients based on financial condition of the customer, ageing of the customer receivables and overdues, availability of collaterals and historical experience of collections from customers. The concentration of risk with respect to trade receivables is reasonably low as most of the customers settle within the due dates, though there may be normal delays in collections. The Company's past history in dues becoming bad or doubtful was very insignificant | | |
| 10.4 | Movement in the allowance for doubtful receivables | | |
| | Balance at beginning of the year | 346.23 | 342.78 |
| | Add: Allowance for doubtful receivables | - | 3.45 |
| | Less: Amount written off during the year as uncollectible | (38.34) | - |
| | Less: Amount received out off provision made earlier | - | - |
| | Balance at the end of the year | 307.89 | 346.23 |
| 10.5 | Age of Receivables: | | |
| | Within in the Credit Period & upto 30 days past due | 432.41 | 1,555.06 |
| | 31-60 days past due | - | - |
| | 61-90 days past due | 597.55 | 594.46 |
| | 91-180 days past due | - | 79.10 |
| | More than 180 days past due | 4,206.11 | 2,608.86 |
| | | 5,236.07 | 4,837.48 |
| 11 | Cash and Bank Balances | | |
| 11.1 | Cash and Cash Equivalents | | |
| | Cash on hand | 12.88 | 16.26 |
| | Balances with Banks | - | - |
| | In Current Accounts | 591.66 | 270.91 |
| | | 604.55 | 287.17 |
| 11.2 | Other Bank Balances (Refer note 11.2.1) | | |
| | In Deposit Accounts – With Scheduled Banks | | |
| | In Deposit Accounts with maturity more than 3 months | 158.22 | 476.64 |
| | Total | 762.77 | 763.81 |
| 11.2.1 | Margin Money Deposits represents the deposits lodged with Banks against Guarantees issued by them. | | |

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | As at March 31, 2020 | As at March 31, 2019 |
|-----------|---|-------------------------|-------------------------|
| 12 | Other Financial Assets | | |
| | Retention Money Receivable | 265.58 | 162.82 |
| | Total | 265.58 | 162.82 |
| 13 | Other Current Assets (Unsecured Considered Good) | | |
| | Advances to contracted works | 993.43 | 1,060.62 |
| | Advances recoverable in cash or kind | 977.90 | 422.49 |
| | Advances for expenses | 234.86 | 1.52 |
| | GST Credit | 518.98 | 287.98 |
| | Other advances | - | 1,488.40 |
| | Prepaid Expenses | 22.10 | 67.12 |
| | Staff advance | - | 1.11 |
| | Preliminary Expenses | 0.47 | 0.43 |
| | Other Receivables | - | 0.01 |
| | Total | 2,747.75 | 3,329.69 |

13.1 Includes 2% stepup interest charged on term loans from NBFCs ₹233.04 lakhs (31 March, 2019: Nil) due to pending discussions with lenders.

| | As at March 31, 2020 | | As at March 31, 2019 | |
|---|----------------------|-----------------|----------------------|-----------------|
| | Number of shares | Amount | Number of shares | Amount |
| 14 Share Capital | | | | |
| Authorised: | | | | |
| Equity Shares of ₹10 each | 2,50,00,000 | 2,500.00 | 2,50,00,000 | 2,500.00 |
| Issued: | | | | |
| Equity Shares of ₹10 each (Refer note 14.3) | 1,25,08,418 | 1,250.84 | 1,25,08,418 | 1,250.84 |
| Subscribed and Paid up: | | | | |
| Equity Shares of ₹10 each | 1,25,08,418 | 1,250.84 | 1,25,08,418 | 1,250.84 |
| Total | | 1,250.84 | | 1,250.84 |

14.1 Reconciliation of the number of equity shares and amount outstanding at beginning and at end of the year

| | As at March 31, 2020 | | Year Ended March 31, 2019 | |
|----------------------------------|----------------------|----------|---------------------------|----------|
| | Number of shares | Amount | Number of shares | Amount |
| Balance at beginning of the year | 1,25,08,418 | 1,250.84 | 1,25,08,418 | 1,250.84 |
| Add: Equity shares allotted | - | - | - | - |
| Balance at end of the year | 1,25,08,418 | 1,250.84 | 1,25,08,418 | 1,250.84 |

14.2 Details of shares held by each shareholder holding more than 5% shares

| | As at March 31, 2020 | | As at March 31, 2019 | |
|--|----------------------|-----------|----------------------|-----------|
| | Number of shares | % holding | Number of shares | % holding |
| G. Yoganand | 68,50,946 | 54.77 | 68,50,946 | 54.77 |
| G. Padmaja | 8,54,750 | 6.83 | 8,54,750 | 6.83 |
| Gajjala Investments and Holdings Private Limited | 8,24,979 | 6.60 | 8,24,979 | 6.60 |

14.3. Rights of the share holders

The Company has only one class of shares - Equity shares having a par value of ₹10/-. Each holder of equity shares is entitled to one vote per share. All the equity shares rank pari passu in all respects including but not limited to entitlement for dividend, bonus issue and rights issue.

The Company declares and pays dividend in a Indian Rupees. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing general meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company in proportion of their shareholding.

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | As at March 31, 2020 | As at March 31, 2019 |
|-------------|--|-------------------------|-------------------------|
| 15 | Other Equity | | |
| 15.1 | Securities Premium Account | 1,501.01 | 1,501.01 |
| 15.2 | General Reserve | 270.00 | 270.00 |
| 15.3 | Surplus in Statement of Profit and Loss (Refer Note 15.3.a) | | |
| | Opening balance | 5,216.24 | 5,696.62 |
| | Add : Profit for the year | (4,551.97) | (201.43) |
| | Less: Retaining earning as per Ind AS 115 effect | | (258.93) |
| | Less: Dividend Tax | - | (20.02) |
| | Closing balance | 664.27 | 5,216.24 |
| 15.4 | Other Components of Equity | | |
| | Opening balance | 101.06 | 98.03 |
| | Remeasurements of the defined benefit plans (Refer note 15.4.a) | 18.74 | 3.03 |
| | Closing balance | 119.80 | 101.06 |
| | Total | 2,555.07 | 7,088.31 |

15.3.a Retained earnings represents the Company's undistributed earnings after taxes.

15.3.b Effective April 1, 2018, the Company adopted Ind AS 115 "Revenue from Contracts with Customers" using the modified retrospective approach, applied to the contracts that were not completed as of April 01, 2018. The modified retrospective approach, requires the cumulative effect of initially applying Ind AS 115 to be adjusted against opening reserves at the beginning of the period in which it is first applied.

15.4.a It represents the actuarial gain / (loss) recognised on the defined benefit plan and will not be reclassified to retained earnings.

| | As at March 31, 2020 | | As at March 31, 2019 | | |
|-----------|---|------------------|----------------------|------------------|--------------|
| | Non Current | Current* | Non Current | Current* | |
| 16 | Borrowings - Non Current | | | | |
| | Secured - at amortised cost | | | | |
| | Term loans from Others | | | | |
| | LIC Housing Finance Limited (Refer Note 16.1) | 3,579.11 | 1,200.00 | 5,006.59 | - |
| | Altico Capital India Limited (Refer Note 16.2 & 16.3) | 16,417.40 | - | 22,293.74 | - |
| | Fedbank Financial Services Limited (Refer Note 16.2 & 16.3) | 2,246.86 | | | |
| | Vehicle Loans from banks | | | | |
| | From Banks (Refer note 16.4) | 28.30 | 14.49 | 41.75 | 16.23 |
| | Unsecured - at amortised cost | | | | |
| | Inter Corporate Deposits from related parties | 10,814.21 | - | 2,444.08 | - |
| | Total | 33,085.87 | 1,214.49 | 29,786.15 | 16.23 |

* Current maturities are included in Note 24 - Other Financial Liabilities

16.1 Term loan amounting to ₹4,779.11 Lakhs (March 31, 2019: 5,006.59 Lakhs) is secured by way of Equitable Mortgage on land & Buildings of Total Manjeera Monarch Project and Unit number 304 A in Aditya Trade Centre (F&G Blocks) & Open Exhibition area in ground floor and unit number 4,5,6,7 & 8 belongs to Manjeera Estates Pvt Limited and G Yoganand in Aditya Trade Centre (F&G Blocks).

16.2 Term loan amounting to ₹18,664.26 Lakhs (March 31, 2019: 22,293.74 Lakhs) is secured by way of exclusive registered mortgage over all rights title, interest, benefits is saleable area / unsold units, all movable assets, the cash flows/ receivables, including sale of whole/ part of the projects, any insurance proceeds, lease rents and the escrow accounts maintained of Projects - Manjeera Trinity Corporate (MTC), Manjeera Trinity Mall (MTM) and Manjeera Majestic Commercial (MMC); Corporate guarantee of MCL; personal guarantee of Mr. Yoganand, Managing Director and pledge of 100% share capital of borrower.

16.3 Repayable in 3 successive yearly installments @ 20%, 30% and 50% of the loan amount starting from 30 June 2020. interest @ 14.25% with a step up interest @ 2% from August 2019.

16.4 Vehicles loan amounting to ₹42.78 Lakhs (March 31, 2019: ₹57.98 Lakhs) is secured by hypothecation of vehicles purchased

16.5 Unsecured loans taken from related parties carries interest of 12% per annum compounded on quarterly basis.

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

16.6 Repayment schedule of long term loans

| | As at March 31, | |
|--------------|------------------|------------------|
| | 2020 | 2019 |
| Up to 1 year | 1214.49 | 16.23 |
| 1 to 5 years | 33,085.87 | 29,786.15 |
| | 34,300.36 | 29,802.39 |

16.7 Period and amount of continuing default as on the Balance Sheet date: NIL

16.8 In a significant relief to borrowers, RBI in a press conference dated March 27, 2020 announced that all banks and NBFCs have been permitted to allow a moratorium of 3 months on repayment of term loans outstanding on March 1, 2020 and further extended up to August 31, 2020. The Company availed moratorium for all secured loans for such period. The Company has opted to pay the interest for such period by adding to the outstanding principal loan and the loan tenure will be increased accordingly.

| | | As at March 31, 2020 | As at March 31, 2019 |
|----|---|-------------------------|-------------------------|
| 17 | Other Financial Liabilities | | |
| | Security Deposits from Customers | 267.46 | 313.91 |
| | Total | 267.46 | 313.91 |
| 18 | Provisions – Non Current | | |
| | Provision for Employee Benefits (Refer note 18.1) | | |
| | Gratuity | 47.33 | 37.93 |
| | Leave Encashment | 16.56 | 16.96 |
| | Total | 63.89 | 54.89 |
| 19 | Deferred Tax Asset / (Liabilities) (Net) | | |
| | (i) Deferred Tax Liability | 67.10 | (44.37) |
| | Deferred Tax Liabilities (Net) (i) - (ii) | 67.10 | (44.37) |
| 20 | Other Non Current Liabilities | | |
| | Deferred Income | 212.94 | 238.72 |
| | | 212.94 | 238.72 |

18.1 A. Defined benefit plan

The Group provides for gratuity for employees as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity at the rate of 15 days basic salary for each year of service until the retirement age. As at March 31, 2020 and March 31, 2019 the plan assets were invested in insurer managed funds.

The following tables set out the funded status of gratuity & Leave Encashment plans and the amount recognized in Group's financial statements:

| | | As at March 31, 2020 | As at March 31, 2019 |
|----------|---|-------------------------|-------------------------|
| 1 | The amounts recognized in the Balance Sheet are as follows: | | |
| | Present value of the obligation as at the end of the year | 51.15 | 50.24 |
| | Fair value of plan assets as at the end of the year | | - |
| | Net liability recognized in the Balance Sheet | 51.15 | 50.24 |
| 2 | Changes in the present value of defined benefit obligation | | |
| | Defined benefit obligation as at beginning of the year | 50.24 | 37.56 |
| | Service cost | 11.23 | 10.66 |
| | Interest cost | 3.84 | 3.00 |
| | Actuarial losses/(gains) arising from | | |
| | - change in demographic assumptions | - | - |
| | - change in financial assumptions | 4.84 | 1.58 |
| | - experience variance | (19.00) | (2.57) |
| | Benefits paid | - | - |
| | Defined benefit obligation as at the end of the year | 51.15 | 50.24 |
| 3 | Net gratuity cost for the year ended March 31, 2020 and March 31, 2019 | | |
| | Service cost | 11.23 | 10.66 |
| | Net interest cost on the net defined benefit liability | 3.84 | 3.00 |
| | | 15.08 | 13.67 |

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | As at March 31, 2020 | As at March 31, 2019 |
|----------|---|-------------------------|-------------------------|
| 4 | Other Comprehensive income / (loss) | | |
| | Change in financial assumptions | (4.84) | (1.58) |
| | Experience variance (i.e. actual experience vs assumptions) | 19.00 | 2.57 |
| | Change in demographic assumptions | | - |
| | | 14.16 | 0.98 |

The Liability for Cost of Compensated absences is ₹19.96 Lakhs (31 March 2019: ₹22.53 Lakhs) has been actuarially determined and provided for in the books of account.

B. Defined contribution plan

The Group provides benefits in the nature of defined contribution plans viz, employee state insurance scheme, provident fund and superannuation fund for qualifying employees. Under these Schemes, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits. The Group recognised ₹51.14 Lakhs (March 31, 2019: ₹51.62 Lakhs) towards contribution for mentioned funds in the Statement of Profit and Loss. The contributions payable to these plans by the Group are at rates specified in the rules of the Schemes.

C. Sensitivity analysis

Description of Risk Exposures

Valuations are performed on certain basic set of pre-determined assumptions which may vary over time. Thus, the Group is exposed to various risks in providing the above benefit which are as follows:

Interest Rate Risk: The plan exposes the Group to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of liability (as shown in financial statements).

Liquidity Risk: This is the risk that the Group is not able to meet the short term benefit payouts. This may arise due to non availability of enough cash/cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

Salary Escalation Risk: The present value of the above benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase in salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

Demographic Risk: The Group has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

Regulatory Risk: Gratuity benefit is paid in accordance with the requirements of the Payment of Gratuity Act, 1972 (as amended from time to time). There is a risk of change in regulations requiring higher gratuity payouts (for example, increase in the maximum liability on gratuity of ₹10 Lakhs).

Asset Liability Mismatching or Market Risk: The duration of the liability is longer compared to duration of assets exposing the company to market risks for volatilities / fall in interest rate.

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

| | | As at March 31, 2020 | As at March 31, 2019 |
|-----------|--|-------------------------|-------------------------|
| 21 | Borrowings- Current | | |
| | Secured | | |
| | Cash Credit from Bank (Refer Note No 21.1) | 675.22 | 1,327.04 |
| | Unsecured | | |
| | Inter Corporate Deposits from related parties (Refer Note No 21.2) | - | 6,225.91 |
| | Inter Corporate Deposits from Others (Refer Note No 21.3) | 287.40 | 2,197.41 |
| | Total | 962.62 | 9,750.36 |

21.1 Cash Credit is secured by hypothecation of current assets of construction contract business division (excluding assets of real estate division). Margin 25%. Rate of interest - Bench Mark 1 year MCLR of bank plus spread of 2.5% chargeable on monthly test)

21.2 Unsecured loans taken from related parties carries interest of 15% per annum compounded on quarterly basis and are repayable on demand.

21.3 Unsecured inter-corporate deposit amounting to ₹2,873.99 Lakhs (March 31, 2019: ₹2,197.41 Lakhs) taken from different Parties carries an average interest rate of 14% p.a (March 31, 2019: average interest rate of 14%).

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | As at March 31, 2020 | As at March 31, 2019 |
|-----------|------------------------|-------------------------|-------------------------|
| 22 | Trade Payables | | |
| | Acceptances | | |
| | Other than Acceptances | 8,529.44 | 7,724.02 |
| | | 8,529.44 | 7,724.02 |

22.1 Trade payable other than acceptances includes of ₹2.64 dues to Micro and Small Enterprises, under the Micro, Small and Medium Enterprises Development Act, 2006.

Due to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the Auditors.

| | | As at March 31, 2020 | As at March 31, 2019 |
|-----------|--|-------------------------|-------------------------|
| 23 | Other Financial Liabilities | | |
| | Current maturities of Long Term Borrowings (Refer note 16) | 1,214.49 | 16.23 |
| | Interest Accrued but not due on borrowings and others | 463.56 | 172.04 |
| | Interest Accrued and Due | - | - |
| | Employee Benefits payable | 38.41 | 31.18 |
| | Book Overdraft | - | 31.71 |
| | Other payables | 75.18 | 36.42 |
| | Total | 1,791.64 | 287.58 |
| 24 | Provisions | | |
| | Provision for Employee Benefits (Refer note 18.1) | | |
| | Gratuity | 3.83 | 12.31 |
| | Compensated absences | 3.40 | 5.58 |
| | Total | 7.22 | 17.89 |
| 25 | Current Tax Liabilities (Net) | | |
| | Provision for Tax | - | 25.00 |
| | Total | - | 25.00 |
| 26 | Other Current Liabilities | | |
| | Advances from Customers | 2,223.92 | 5,717.67 |
| | Refund Due to Customers | - | - |
| | Retention Monies | 0.77 | 0.77 |
| | Corpus fund collections | 980.49 | 669.41 |
| | Security deposit | 1,025.62 | 803.85 |
| | Advances from others | - | - |
| | Dividend Payable | 0.71 | 1.70 |
| | Statutory Dues Payable | 211.71 | 232.92 |
| | Deferred Income | - | 51.33 |
| | Other Liabilities | 5.26 | 23.74 |
| | Total | 4,448.48 | 7,501.39 |

| | | Year Ended March 31, 2020 | Year Ended March 31, 2019 |
|-----------|---|------------------------------|------------------------------|
| 27 | Revenue from Operations | | |
| | Revenue from sale of real estate properties | 16,543.35 | 16,213.61 |
| | Sub-contracted contract receipts | 2,192.87 | 2,354.98 |
| | Wind Mill Energy sales | 43.53 | 39.85 |
| | Other Operating Revenue | | |
| | Rent Receipts | 2,470.13 | 2,744.58 |
| | Maintenance and other charges | 2,247.13 | 2,101.20 |
| | Total | 23,497.02 | 23,454.22 |
| 28 | Other Income | | |
| | Interest Income | | |
| | on bank deposits | 74.25 | 34.94 |
| | on inter corporate deposits | 0.00 | 157.10 |

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | Year Ended March 31, 2020 | Year Ended March 31, 2019 |
|-----------|--|------------------------------|------------------------------|
| | on Security deposits (Fair Value Adjustments) | 98.01 | 74.79 |
| | on IT Refund | 23.61 | 96.60 |
| | On Others | 18.82 | 3.61 |
| | | 214.68 | 367.03 |
| | Reversal of Provision for future losses | - | 55.96 |
| | Commission | 0.34 | 4.51 |
| | Share of profit from LLP | 8.81 | - |
| | Profit on sale of asset | - | 2.40 |
| | Scrap Sales | 5.64 | 31.13 |
| | Other Income | 13.25 | 59.15 |
| | Liabilities no longer-required written back | 53.58 | 48.40 |
| | Total | 296.31 | 568.59 |
| 29 | Cost of Goods Sold | | |
| | Opening Inventory* | 28,566.23 | 31,160.09 |
| | Add: Cost incurred during the year | | |
| | Direct Expenses - Development Projects (Refer Note 29.1) | 3,924.67 | 9,087.13 |
| | Sub Contracted - EPC Projects | 1,131.48 | 489.21 |
| | Employee Benefits (Refer Note no 30) | 179.45 | 122.58 |
| | Finance Cost (Refer Note no 31) | 969.57 | 2,930.31 |
| | Other Expenses (Refer Note no 32) | 247.49 | 363.63 |
| | Wind-mill energy expenses | 14.71 | 16.51 |
| | Subtotal | 35,033.60 | 44,169.47 |
| | Less: Trf to Fixed Assets | - | 255.94 |
| | Less: Closing Inventory | 17,663.07 | 28,566.23 |
| | Less: Consumption of Material Inventory | 23.85 | - |
| | Cost of goods sold | 17,346.68 | 15,347.30 |
| 29 | Direct Expenses -Development Projects | | |
| | Materials | | |
| | Iron & Steel | 71.20 | 1,122.54 |
| | Tiles / Granite / Marble / Pavers / Mosaic | 140.26 | 311.49 |
| | Doors and windows | 312.87 | 166.04 |
| | Hardware, Plumbing & Electricals | 212.37 | 70.71 |
| | Misc.materials | 100.59 | 42.92 |
| | Cost of work | | |
| | Concrete Works - RCC & PCC | 405.94 | 200.10 |
| | Shuttering Works | 116.15 | 855.74 |
| | Reinforcement Steel Works | 12.61 | 296.57 |
| | Masonry Works | 99.76 | 859.98 |
| | Plastering Works | 254.60 | 1,154.67 |
| | Flooring & Dado Works | 156.41 | 240.16 |
| | Lifts / Elevators | 24.79 | 174.74 |
| | Painting Works | 187.08 | 246.31 |
| | Electrical Works | 252.50 | 274.56 |
| | Plumbing & Drainage Works | 315.53 | 114.41 |
| | Fire Fighting System | 106.65 | 95.55 |
| | Interior Fitout Works | 109.81 | 341.41 |
| | HVAC Works | 169.77 | 119.40 |
| | Fabrication work | 17.47 | 87.36 |
| | Consultants | 95.80 | 125.19 |
| | Other Direct Expenses | 170.17 | 256.62 |
| | Misc. Civil Works | 160.28 | 1,378.55 |
| | Revenue Share - APHB | 432.04 | 552.12 |
| | Total | 3,924.67 | 9,087.14 |

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | | Year Ended March 31, 2020 | Year Ended March 31, 2019 |
|-------------|---|------------------------------|------------------------------|
| 30 | Employee Benefits Expense | | |
| | Salaries and wages | 668.29 | 716.76 |
| | Employee gratuity | 14.74 | 18.54 |
| | Employee Leave Encashment | 3.73 | 11.88 |
| | Contribution to provident fund and others (Refer Note no 30.1) | 54.58 | 53.08 |
| | Staff welfare expenses | 14.16 | 10.94 |
| | Directors remuneration | 42.00 | 35.50 |
| | Total | 797.50 | 846.70 |
| | Less: Transfer to Cost of Sales | (179.45) | (122.58) |
| | Total | 618.05 | 724.12 |
| 30.1 | Defined contribution plans | | |
| | The Company made Provident Fund contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised ₹51.14 Lakhs (March 31, 2019: ₹51.62 Lakhs) for Provident Fund contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes. | | |
| 31 | Finance Costs | | |
| | Interest Expense on | | |
| | On Term Loans | 3,762.01 | 3,766.53 |
| | On Cash Credit and Other facilities | 93.48 | 129.65 |
| | On Inter Corporate Deposits | 1,317.39 | 1,593.10 |
| | On Vehicle Term Loans | 4.48 | 7.19 |
| | On Processing fee | - | 12.70 |
| | On Corpus Fund | - | - |
| | On Others | 363.57 | 18.38 |
| | On Security Deposits | - | 103.57 |
| | GST delayed payment | 7.31 | - |
| | TDS delayed payment | 0.09 | 36.82 |
| | APHB related dues | 124.76 | 423.60 |
| | Bank charges and commission | 19.15 | 17.07 |
| | Sales Promotion expenditure (Pre EMI-Interest) | - | - |
| | Other Borrowing Cost | 0.27 | 270.22 |
| | Total | 5,692.50 | 6,378.84 |
| | Less: Transfer to Cost of Sales | (969.57) | (2,930.31) |
| | Total | 4,722.93 | 3,448.53 |
| 32 | Other expenses | | |
| | Filing fees | 3.79 | 3.64 |
| | Rates and Taxes | 224.67 | 295.45 |
| | Travelling and Conveyance | 38.79 | 37.75 |
| | Vehicle maintenance | 1.75 | 1.36 |
| | Repairs and Maintenance | 1,243.40 | 276.94 |
| | Facilities Maintenance | 405.90 | 390.01 |
| | Printing and Stationery | 5.89 | 5.66 |
| | Communications | 3.39 | 4.50 |
| | Rent Paid | 1,104.98 | 1,419.32 |
| | Donations | 0.77 | 3.54 |
| | CSR expenses | - | 17.00 |
| | Power and Fuel | 1,208.94 | 923.80 |
| | Office Maintenance | 23.46 | 20.43 |
| | Professional charges | 100.35 | 125.55 |
| | Subscriptions and fees | 0.41 | 0.34 |
| | Directors' Sitting Fees | 2.35 | 2.01 |
| | Security charges | 156.29 | 140.68 |
| | Legal and professional fee | 62.59 | 225.66 |
| | Permission fee | 0.12 | 5.60 |

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| | Year Ended March 31, 2020 | Year Ended March 31, 2019 |
|---|------------------------------|------------------------------|
| Insurance | 30.97 | 28.02 |
| Auditors' Remuneration | - | - |
| Statutory audit fee | 8.75 | 10.45 |
| Tax audit fee | 1.00 | 0.50 |
| Other services | 2.70 | 2.82 |
| Selling Expenses - Advertisement | 151.98 | 279.50 |
| General Expenses | 36.53 | 47.56 |
| Provision for expected Credit loss | - | 3.45 |
| Brokerage and commission | 113.27 | 155.47 |
| Bad Debts | 114.86 | 245.92 |
| Advances Written off | - | 0.07 |
| Deferred Expenditure Written off | 102.44 | 82.00 |
| Total | 5,150.35 | 4,755.02 |
| Less: Transfer to Cost of Sales | (247.49) | (363.63) |
| Total | 4,902.86 | 4,391.39 |
| 33 Tax Expense | | |
| Current Tax (including earlier year taxation) | - | 147.82 |
| Deferred Tax | 107.96 | (81.59) |
| Total | 107.96 | 66.23 |

34. Contingent liabilities

a. Claims against the Group not acknowledged as debts:

Claims against the Group not acknowledged as debts aggregating to ₹Nil (March 31, 2019 ₹Nil).

b. Other Contingent Liabilities

Guarantees issued by bankers on behalf of the company towards performance obligations ₹790.47 Lakhs (March 31, 2019 ₹544.99 Lakhs).

Corporate Guarantee of ₹32,500 Lakhs (March 31, 2019 ₹32,500 lakhs) issued on behalf of subsidiary company Manjeera Retail Holdings Private Limited.

35. With regard to Subsidiary – Manjeera Retail Holdings Private Limited

a. As stipulated in the development agreement entered with the Andhra Pradesh Housing Board ("the APHB"), the scheduled completion date of all the projects undertaken by the Company was 30 July 2009. However, on account of delays in receipt of approvals from statutory authorities, the Company made an application for extension of project completion date. The APHB has agreed to extend the time of completion of the projects, subject to a condition that the Company enters into a supplementary development agreement, which includes conditions such as recalculating the fair value of the land, charging some additional levies due to delays in execution of the project etc. However, pursuant to an application made by the Company, the matter has been referred to a Committee formed by APHB for this matter. Pending final outcome of the proceedings with the Committee, no adjustments have been considered necessary in the financial statements.

b. Received legal notice from one of the tenants, M/s Aditya Associates. The Lessee vacated the demised premises to enable the company to include the same in the larger area to be let out to Lifestyle International Pvt. Ltd. and agreed to be shifted to alternate premises. Lessee was provided with temporary space (UG 10) where it stored its goods and reusable material. Thereafter Lessee reluctant to agree for terms of the alternate premises. Lessee filed the suit seeking recovery of vacated premises (which no longer exists as same is demolished and became part of larger premises) along with cost of fit-outs / material, or alternatively, to pay damages for alleged loss of furniture and material.

The company has filed a counter suit against M/s Aditya Associates for Recovery of amount comprising of Arrears of Rent etc as per Lease Deed for UG 17 & 18 till end of April, 2017 when they vacated along with Rent for the Unit 10 given as temporary space for 3 months during transition to new unit. As Aditya Associates did not agree for payment of rents after concessional period till March, 2018 Rent is claimed for the same at the prevailing price. After issuance of Legal Notice there was no response from Aditya Associates therefore suit is filed.

The Company has offered a Corporate Guarantee for a sum of ₹4 Crores to Lifestyle International Pvt. Ltd. as a security to indemnify the actual direct losses if any to be suffered on account of adverse orders if any passed in the suit filed by M/s Aditya Associates.

c. During the year ended 31 March 2020, management has capitalised interest cost aggregating to ₹Nil (31 March 2019: ₹2069.25 Lakhs) to the properties under development. Management, on the basis of assessment of the progress of the construction, is of the view that there is no active development of various projects hence no inventorisation of interest is adopted. Products under development as at 31 March 2020 includes interest inventorised amounting to ₹3149.78 Lakhs (31st March 2019 ₹5730.39 Lakhs).

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

- d. The Company has incurred losses in the current and previous year and has accumulated losses as at balance sheet date. Further as detailed in note 36(a) the Company is in the process of settlement of certain matters with APHB. Notwithstanding the above, the financial statements have been prepared on going concern basis as the management believes that (i) the Company's occupancy would increase in coming years and new leases would be at better rentals as compared to existing leases and (ii) the unsold inventory would be negotiated at higher rates as compared to historical rates.
36. With regard to one of the subsidiary, the company has entered into onerous contracts with certain owners of units sold in the MTM. Management believes provision of ₹99.58 Lakhs (March 31, 2019: ₹99.58 Lakhs) will be sufficient to meet unavoidable onerous lease payments in future. The provision has been recognised and is included in the rent expenditure for the year.

37. Related Party Disclosures

37.1. List of Related Parties

| Sr. No | Name of the Entity | Relationship |
|--------|---|---|
| 1 | Manjeera Retail Holdings Private Limited | Wholly owned Subsidiary |
| 2 | MTM Estate and Properties Private Limited. | Wholly owned Subsidiary |
| 3 | GM Infra Ventures Private Limited | Subsidiary company |
| 4 | Manjeera Hospitality (Amravati) Private Limited | Associate company |
| 5 | G. Yoganand – Managing Director | Key Managerial Person |
| 6 | K. Krishna Murty – Independent Director | Key Managerial Person |
| 7 | DLS Sreshti – Independent Director | Key Managerial Person |
| 8 | G.Veena - Director | Key Managerial Person |
| 9 | P R R V V N E Prasadraju-CFO | Key Managerial Person |
| 10 | CH N V Rambabu-Company secretary | Key Managerial Person |
| 11 | Sucharitra Sahoo - Company Secretary (resigned on 28.06.19) | Key Managerial Person |
| 12 | Neha Mishra - Company Secretary (resigned on 13.03.20) | Key Managerial Person |
| 13 | Manjeera Hospitality Rajahmundry Private Limited | Entity under significant influence of KMP |
| 14 | Manjeera Estates Private Limited | Entity under significant influence of KMP |
| 15 | Manjeera Hotels & Resorts Private limited | Entity under significant influence of KMP |
| 16 | Gajjala Investments & Holdings Private Limited | Entity under significant influence of KMP |
| 17 | Aashraya Hotels And Estates Private Limited | Entity under significant influence of KMP |
| 18 | Manjeera Hospitality (Vijayawada) Private Limited | Entity under significant influence of KMP |
| 19 | Manjeera Projects | Entity under significant influence of KMP |
| 20 | Manjeera Enterprises LLP | Entity under significant influence of KMP |
| 21 | Vasavi Realtors LLP | Entity under significant influence of KMP |
| 22 | G Padmaja | Relative of Key Managerial Person |
| 23 | Rachana | Relative of Key Managerial Person |
| 24 | G Vivekananda | Relative of Key Managerial Person |
| 25 | Sudarshan V Maddi | Key Managerial Person |
| 26 | Padmavati Maddi | Relative of Key Managerial Person |
| 27 | Drutgati Yatagati Pvt. Ltd | Entity under significant influence of KMP |
| 28 | Greenwish Electricals India Ltd | Entity under significant influence of KMP |

37.2. Transactions during the year with Related Parties

| Sr. No | Party name | Nature | For FY 19-20 | For FY 18-19 |
|--------|---|----------------------------------|--------------|--------------|
| 1 | G Yoganand | Directors Remuneration | 24.00 | 17.10 |
| 2 | K. Krishna Murty – Independent Director | Sitting Fee For Meetings | 1.05 | - |
| 3 | DLS Sreshti – Independent Director | Sitting Fee For Meetings | 1.05 | - |
| 4 | G Veena | Sitting Fee For Meetings | 0.45 | - |
| 5 | Manjeera Estates Private Limited | Finance Cost | 455.48 | 456.33 |
| 6 | Manjeera Estates Pvt Limited | (Loan Taken)/Repaid - Net | (42.72) | (1,918.65) |
| 7 | Manjeera Estates Pvt Limited | Advances recovered | - | 54.51 |
| 8 | Manjeera Estates Pvt Limited | Other advances Paid / (Received) | - | 16.49 |
| 9 | Manjeera Hotels & Resorts Private Limited | Finance Cost | 434.00 | 749.70 |
| 10 | Manjeera Hotels & Resorts Private Limited | (Loan Taken)/Repaid - Net | 1,097.07 | 1,071.53 |
| 11 | Aashraya Hotels & Estates Pvt. Ltd | Finance Cost | 98.40 | 65.38 |

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| Sr. No | Party name | Nature | For FY 19-20 | For FY 18-19 |
|--------|--|--|--------------|--------------|
| 12 | Aashraya Hotels & Estates Pvt. Ltd | (Loan Taken)/Repaid - Net | - | (820.00) |
| 13 | Manjeera Hospitality Rajahmundry Private Limited | Sub Contract Receipts | 1,222.00 | 1,882.64 |
| 14 | Manjeera Hospitality Rajahmundry Private Limited | Investments in Shares | - | 276.50 |
| 15 | Manjeera Hospitality (Amravati) Private Limited | Investments in Shares | - | 2.60 |
| 16 | Manjeera Hospitality Rajahmundry Private Limited | Other Advances | - | (46.90) |
| 17 | Manjeera Projects | Expenses incurred on behalf of the Company | - | (57.70) |
| 18 | Manjeera Developers Private Limited | Investments in Shares | 0.61 | - |
| 19 | Vasavi Realtors LLP | Investment in Capital | 208.81 | - |
| 20 | Manjeera Estates Private Limited | On Behalf of Payments(Net) | (1.56) | (32.13) |
| 21 | Manjeera Estates Private Limited | Rent Payable for Premises | (68.60) | - |
| 22 | Manjeera Estates Private Limited | Rental Payments | 70.31 | - |
| 23 | Manjeera Hotels & Resorts Private Limited | On Behalf of Payments(Net) | (2.41) | - |
| 24 | Manjeera Hospitality Rajahmundry Private Limited | On Behalf of Payments(Net) | 16.05 | - |
| 25 | Manjeera Enterprises LLP | Rent receivable for Premises | 18.11 | - |
| 26 | Manjeera Enterprises LLP | Rental Receipts | 3.02 | - |
| 27 | Sudarsan V Maddi | Remuneration | 18.00 | 15.00 |
| 28 | Drutgati Yatagati Pvt. Ltd | Interest received | - | 4.13 |
| 29 | Greenwish Electricals India Ltd | Interest received | 16.44 | 25.34 |

37.3 Closing balances as at Year end

| Sr. No | Party name | Nature | As on March 31, 2020 | As on March 31, 2019 |
|--------|---|--------------------------------------|----------------------|----------------------|
| 1 | Manjeera Estates Private Limited | Long Term Borrowings | 4191.64 - Cr | 2444.08 - Cr |
| 2 | Manjeera Estates Private Limited | Short Term Borrowings | - | 1294.92 - Cr |
| 3 | Manjeera Estates Private Limited | Other advances | - | 27.96 - Cr |
| 4 | Manjeera Estates Private Limited | Other advances | - | 30.69 - Dr |
| 5 | Manjeera Hotels & Resorts Private Limited | Long Term Borrowings | 3404.52 - Cr | - |
| 6 | Manjeera Hotels & Resorts Private Limited | Short Term Borrowings | - | 4110.99 - Cr |
| 7 | Aashraya Hotels & Estates Private Limited | Long Term Borrowings | 820 - Cr | - |
| 8 | Aashraya Hotels & Estates Private Limited | Short Term Borrowings | - | 820 - Cr |
| 9 | Aashraya Hotels & Estates Private Limited | Interest accrued and due | - | 32.84 - Cr |
| 10 | G.Yoganand | Remuneration Payable | 1.40 - Cr | - |
| 11 | Equity Shares – Manjeera Hospitality Rajahmundry Pvt Ltd | Non Current Investments | - | 286.50 - Dr |
| 12 | Manjeera Hospitality Rajahmundry Pvt Ltd | Trade Payable | 170.63 - Cr | - |
| 13 | Manjeera Hospitality Rajahmundry Pvt Ltd | Other advances | - | 104.60 - Dr |
| 14 | Manjeera Hospitality Rajahmundry Pvt Ltd | Other Current Assets | - | 147.9 - Dr |
| 15 | Equity Shares – Manjeera Hospitality (Amaravathi) Pvt Ltd | Non Current Investments | - | 2.60 - Dr |
| 16 | Manjeera Hotels & Resorts Private Limited | Other payables | 7.53 - Cr | 7.53 - Cr |
| 17 | Manjeera Hotels & Resorts Private Limited | Other Current Assets | 13.43 - Dr | 13.43 - Dr |
| 18 | Capital – Vasavi Realtos LLP | Non Current Investments | 398.81 - Dr | 190.00 - Dr |
| 19 | Manjeera Hospitality (Amaravathi) Pvt Ltd | Other advances | 3.40 - Dr | 3.40 - Dr |
| 20 | Manjeera Hospitality (Vijayawada) Private Limited | Other Current Assets | 7.32 - Dr | 6.88 - Dr |
| 21 | Gajjala Investments & Holdings Private Limited | Other advances | 0.48 - Dr | 0.48 - Dr |
| 22 | Manjeera Estates Private Limited | Other payables | 0.46 - Cr | - |
| 23 | Manjeera Hospitality (RJY) Pvt Ltd - SAM | Advances recoverable in cash or kind | 60.44 - Dr | - |
| 24 | Ms. Rachana | Other Current liabilities | 24.00 - Cr | - |

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

| Sr. No | Party name | Nature | As on March 31, 2020 | As on March 31, 2019 |
|--------|---|---------------------------|----------------------|----------------------|
| 25 | Manjeera Hotels & Resorts Private Limited | Trade Payable | 9.3 - Cr | - |
| 26 | Manjeera Estates Private Limited | Trade Payable | 1.40 - Cr | - |
| 27 | Manjeera Estates Private Limited (Rent) | Trade Payable | 4.05 - Cr | - |
| 28 | Manjeera Hospitality Rajahmundry Pvt Ltd | Trade Receivable | 17.59 - Dr | - |
| 29 | Manjeera Enterprises LLP | Trade Receivable | 16.08 - Dr | - |
| 30 | K. Krishna Murty – Independent Director | Trade Payable | 0.09 - Cr | - |
| 31 | DLS Sreshti – Independent Director | Trade Payable | 0.09 - Cr | - |
| 32 | Padmavati Maddi | Advance from Customers | 5.19 - Cr | 5.25 - Cr |
| 33 | Mr. Vivekanada | Trade receivables | - | 6.53 - Dr |
| 34 | Ms. Rachana | Other Current liabilities | - | 24.00 - Cr |
| 35 | Drutgati Yatagati Pvt. Ltd | Receivable | - | 31.24 - Dr |
| 36 | Greenwish Electricals India Ltd | Receivable | 126.03 - Dr | 109.59 - Dr |

38. Segment Reporting

Business segments:

The Company has disclosed Business segment as the primary segment for reporting as defined in Ind AS 108 - Operating Segments, the Managing Director evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented along these business segments viz, Real estate, Sub Contracted Contractual business a and Leasing segments. Details of Consolidated segment-wise revenue, results, assets and liabilities.

| PARTICULARS | | As on March 31, 2020 | As on March 31, 2019 |
|-------------|---|----------------------|----------------------|
| I | Segment revenue | | |
| | Real Estates - A | 16,543.35 | 16,198.02 |
| | Sub-contracted contract receipts - B | 2,192.87 | 2,354.98 |
| | Leasing and maintenance of commercial space - C | 4,614.62 | 4,628.44 |
| | Unallocated | 146.17 | 272.78 |
| | Total Revenue from operations | 23,497.02 | 23,454.22 |
| II | Segment Results | | |
| | Real Estates - A | 1,199.57 | 2,877.09 |
| | Sub-contracted contract receipts - B | 109.94 | 200.08 |
| | Leasing and maintenance of commercial space - C | 511.39 | 903.42 |
| | Un allocated | 4,329.44 | 244.62 |
| | Profit before Other adjustments | 6,150.34 | 4,225.21 |
| | Less: Finance Cost | 4,722.93 | 3,446.79 |
| | Less: Other Unallocable expenditure | 6,155.69 | 1,854.51 |
| | Add: Finance and other Income | 296.31 | 568.59 |
| | Total Profit before Tax | (4,431.97) | (507.51) |
| III | Capital Employed | | |
| | (Segment assets - Segment Liabilities) | | |
| | Real Estates - A | (9,456.62) | (10,905.22) |
| | Sub-contracted contract receipts - B | 242.28 | 139.28 |
| | Leasing and maintenance of commercial space - C | 17,576.19 | 18,290.05 |
| | Un allocated | (4,555.59) | 977.52 |
| | Total Capital employed | 3,806.27 | 8,501.64 |

Geographical segment:

The Company has operations in India only. The conditions prevailing in India being uniform, Hence no separate geographical segment disclosure is considered necessary.

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

39. Financial instruments

Financial instruments by category

The carrying value and fair value of financial instruments by categories as at March 31, 2020 were as follows :

| | Note | FVTPL | FVTOCI | Amortized cost | Total carrying value | Total fair value |
|------------------------------------|---------|-------|--------|------------------|----------------------|------------------|
| Financial assets: | | | | | | |
| Investments | 4 | - | - | 687.16 | 687.16 | 687.16 |
| Trade receivables | 10 | - | - | 4,928.18 | 4,928.18 | 4,928.18 |
| Cash and Bank Balances | 5 & 11 | - | - | 858.19 | 858.19 | 858.19 |
| Other financial assets | 6 & 12 | - | - | 2,316.65 | 2,316.65 | 2,316.65 |
| Total financial assets | | - | - | 8,790.18 | 8,790.18 | 8,790.18 |
| Financial liabilities: | | | | | | |
| Borrowings | 16 & 21 | - | - | 35,262.97 | 35,262.97 | 35,262.97 |
| Trade payables | 22 | - | - | 8,529.44 | 8,529.44 | 8,529.44 |
| Other financial liabilities | 17 & 23 | - | - | 844.60 | 844.60 | 844.60 |
| Total financial liabilities | | - | - | 44,637.02 | 44,637.02 | 44,637.02 |

The carrying value and fair value of financial instruments by categories as at March 31, 2019 were as follows :

| | Note | FVTPL | FVTOCI | Amortized cost | Total carrying value | Total fair value |
|---------------------------------------|---------|-------|--------|------------------|----------------------|------------------|
| Financial assets | | | | | | |
| Investments | 4 | - | - | 478.35 | 478.35 | 478.35 |
| Trade receivables | 10 | - | - | 4,491.25 | 4,491.25 | 4,491.25 |
| Cash and Bank Balances | 5 & 11 | - | - | 837.42 | 837.42 | 837.42 |
| Other financial assets | 6 & 12 | - | - | 2,046.46 | 2,046.46 | 2,046.46 |
| Total financial assets | | - | - | 7,853.48 | 7,853.48 | 7,853.48 |
| Financial liabilities: | | | | | | |
| Borrowings | 16 & 21 | - | - | 39,552.75 | 39,552.75 | 39,552.75 |
| Trade payables | 22 | - | - | 7,724.02 | 7,724.02 | 7,724.02 |
| Other financial liabilities | 17 & 23 | - | - | 585.26 | 585.26 | 585.26 |
| Total financial liabilities | | - | - | 47,862.03 | 47,862.03 | 47,862.03 |
| Notes to financial instruments | | | | | | |

The management assessed that the fair value of cash and cash equivalents, trade receivables, loans, trade payables and other financial liabilities approximate the carrying amount largely due to short-term maturity of these instruments. The management assessed that the fair value of borrowings approximate the carrying amount largely due to such borrowings carry floating interest rates or rates are negotiable.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

40. Financial risk management

Financial risk factors

The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

| Risk | Exposure arising from | Measurement |
|-----------------------------|--|-----------------------------|
| Credit risk | Cash and cash equivalent, trade receivables, financial assets measured at amortized cost | Ageing analysis |
| Liquidity risk | Borrowings and other financial liabilities | Rolling cash flow forecasts |
| Market risk – Interest rate | Long-term borrowings at variable rates | Sensitivity analysis |

a. Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at amortized cost. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls. Credit risk related to cash and cash equivalents and bank deposits is managed by accepting highly rated banks and diversifying bank deposits.

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

Credit risk management

The finance function of the Company assesses and manages credit risk based on internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics.

Based on business environment in which the Company operates, a default on a financial asset is considered when the counterparty fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognized in statement of profit and loss.

Expected credit loss for trade receivables under simplified approach

Real estate business

The Company's trade receivables does not have any expected credit loss as registration of properties sold is generally carried out once the Company receives the entire payment. During the periods presented, the Company made no write-offs of trade receivables and no recoveries from receivables previously written off. But a general provision for Expected credit loss @ 0.4% has been provided.

b. Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

Maturities of financial liabilities

The tables below analyze the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

| As at March 31, 2020 | Less than 1 year | 1 years to 5 years | 5 years and above | Total |
|-----------------------------|------------------|--------------------|-------------------|------------------|
| Non-derivatives | | | | |
| Borrowings | 2,177.11 | 33,085.87 | - | 35,262.97 |
| Trade payables | 8,529.44 | - | - | 8,529.44 |
| Other financial liabilities | 577.15 | 267.46 | - | 844.60 |
| Total | 11,283.70 | 33,353.32 | - | 44,637.03 |

| As at March 31, 2019 | Less than 1 year | 1 years to 5 years | 5 years and above | Total |
|-----------------------------|------------------|--------------------|-------------------|------------------|
| Non-derivatives | | | | |
| Borrowings | 9,766.60 | 29,786.15 | - | 39,552.75 |
| Trade payables | 7,724.02 | - | - | 7,724.02 |
| Other financial liabilities | 271.34 | 280.47 | 33.44 | 585.26 |
| Total | 17,761.96 | 30,066.62 | 33.44 | 47,862.03 |

c. Interest rate risk

The Company's fixed rate borrowings are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, 'Financial Instruments - Disclosures', since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The Company's variable rate borrowing is subject to interest rate. Below is the overall exposure of the borrowing:

| | March 31, 2020 | March 31, 2019 |
|-------------------------|------------------|------------------|
| Variable rate borrowing | 5,494.49 | 28,669.12 |
| Fixed rate borrowing | 29,768.48 | 10,883.63 |
| Total borrowings | 35,262.97 | 39,552.75 |

Interest rate risk

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

| | March 31, 2020 | March 31, 2019 |
|---|----------------|----------------|
| Interest rates – increase by 50 basis points (50 bps) | (27.47) | (143.35) |
| Interest rates – decrease by 50 basis points (50 bps) | 27.47 | 143.35 |

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

41 Capital Management

The Company's objectives when managing capital are to:

Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors its capital using gearing ratio, which is net debt divided by total equity. Net debt includes long term borrowings, short term borrowings, current maturities of long term borrowings less cash and cash equivalents and other bank balances.

| | March 31, 2020 | March 31, 2019 |
|---|----------------|----------------|
| Long term borrowings (including current maturities) | 34,300.35 | 29,802.39 |
| Short term borrowings | 962.62 | 9,750.36 |
| Less: Cash and Bank Balances | (858.19) | (837.42) |
| Net debt | 34,404.78 | 38,715.33 |
| Total equity | 3,806.26 | 8,501.64 |
| Gearing ratio | 9.04 | 4.55 |

42. Earnings per share

| | Year Ended March 31, 2020 | Year Ended March 31, 2019 |
|---|------------------------------|------------------------------|
| Net Profit after tax available for equity shareholders (₹ in Lakhs) | (4,533.23) | (198.40) |
| Weighted Average number of equity shares for Basic EPS (Nos) in Lakhs | 1,25,08,418.00 | 1,25,08,418.00 |
| Weighted Average number of equity shares for Diluted EPS (Nos) | 1,25,08,418.00 | 1,25,08,418.00 |
| Face value per share (₹) | 10.00 | 10.00 |
| Basic & Diluted EPS * (₹) | 36.24 | 1.59 |

43. Additional information pursuant to para 2 of general instructions for the preparation of consolidated financial statements:

| Name of the entity | 31-Mar-20 | | | | 31-Mar-19 | | | |
|--|--|-----------------|-------------------------------------|-------------------|--|-----------------|-------------------------------------|-----------------|
| | Net Assets, i.e., total assets minus total liabilities | | Share in profit / (loss) | | Net Assets, i.e., total assets minus total liabilities | | Share in profit / (loss) | |
| | As % of consolidated net assets | Amount | As % of consolidated profit or loss | Amount | As % of consolidated net assets | Amount | As % of consolidated profit or loss | Amount |
| Parent | 29.77% | 1,132.94 | -0.49% | 22.01 | 15.12% | 1,285.55 | -30.90% | 174.61 |
| Subsidiaries | | | | - | | | | - |
| Indian | | | | - | | | | - |
| Manjeera Retail Holdings Private Limited | 55.47% | 2,111.45 | 101.34% | (4,581.93) | 78.73% | 6,693.37 | 135.46% | -765.45 |
| GM Infra Ventures Private Limited | 14.80% | 563.36 | -0.87% | 39.20 | 6.17% | 524.16 | -4.79% | 27.08 |
| MTM Estates Private Limited | -0.06% | (2.37) | 0.01% | (0.37) | -0.02% | -1.44 | 0.10% | (0.56) |
| Manjeera Developers Private Limited | 0.02% | 0.90 | 0.00% | (0.10) | 0.00% | - | 0.00% | - |
| Associates | | | | | | | | |
| Manjeera Hospitality (Amaravati) Private Limited | 0.00% | - | 0.00% | - | 0.00% | - | 0.13% | (0.75) |
| | 100.00% | 3,806.26 | 100.00% | (4,521.20) | 100.00% | 8,501.64 | 100.00% | (565.07) |

Notes Forming Part of Consolidated Financial Statements for the Year Ended March 31, 2020

(All amounts in Rs Lakhs, except share data and where otherwise stated)

44. World Health Organisation (WHO) declared Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, Government of India declared lockdown on March 23, 2020 and the Group suspended the operations in compliance with the lockdown instructions given by Central and State Governments. COVID-19 has impacted the normal business operations of the Group by way of interruptions in project disruptions, supply chain disruptions, unavailability of personnel, during the lock down period. Since the Lockdown has been announced at the fag end of the FY, there is no impact on the revenue stream of the company for the FY 2019-20

The Group made a detailed assessment of it's liquidity position for the next year and the recoverability and carrying value of it's assets comprising property, plant and equipment, investment properties, investments, inventory, advances, receivables, other financial and non financial assets etc. Based on current indication of future economic conditions, the Group expects to recover the carrying amount of these assets. The situation is changing rapidly giving raise to inherent uncertainty around the extent and timing of the potential future impact of COVID-19 which may be different from that estimated as at the date of approval of these financial statements.

The Central and State Governments have initiated steps to lift the lockdown and the Group will adhere to the same as it reassumes it's activities. Construction of the at sites already restarted. Since it is only few weeks into the pandemic, the Group will continue to closely observe the evolving scenario and take into account any future developments arising out of the same.

45. Section 186 of the Companies Act 2013 is not applicable to the Holding Company being the Company is in business of providing infrastructural facilities i. e real estate development business covered under point 5(a) of the Schedule VI of the Companies Act, 2013.
46. Previous year's figures have been *regrouped/rearranged to conform to those of the current year.*

For and on behalf of the Board of Directors of
Manjeera Constructions Limited

G Yoganand
Managing Director
DIN: 00850735

K Krishna Murthy
Director
DIN: 01466390

PRRVNE Prasad Raju
CFO

CH N V Rambabu
Company Secretary
M.No - A44763

Hyderabad, June 29, 2020

Go Green

Electronic Communication Form (Green Initiative)

The Ministry of Corporate Affairs has come up with a Green Initiative of permitting the service of documents including Annual Reports to the Shareholders through e-mail or other permissible electronic modes instead of physical mode vide its Circular No. 17/2011 dated 21st April, 2011.

This is certainly a welcome move for the society at large as this will reduce paper consumption to a great extent and allow all stakeholders to contribute towards a Greener Environment. To support this green initiative, members who have not registered their email addresses so far, are requested to register their email addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to fill the appropriate column in the members email registration form and register the same with M/s XL Softech Systems Limited.

Members Email Registration Form

Name.....

Email.....

Address.....

.....

.....

.....

DP ID:..... Client ID:.....

Folio No.....

(in case of physical holding)

No. of equity shares held.....

Signature

Members are requested to send this email registration form to the Company's Registrar and Transfer Agent at the below mentioned address:

M/s XL Softech Systems Limited

Unit: Manjeera Constructions Limited

Plot No. 3, Sagar Society, Banjara Hills, Road No. 2, Hyderabad - 500034, Telangana.



MANJEERA

Life Elevated

BOOK-POST



MANJEERA
Life Elevated

Manjeera Constructions Ltd.

An ISO 9001:2000 Company

CIN: L45200TG1987PLC007228

#711, Manjeera Trinity Corporate,
JNTU-Hitech City Road,

Kukatpally, Hyderabad - 500072

Ph: +91-40-66479647 / 66479664

Email: cs@manjeera.com

Website: www.manjeera.com