

SETUBANDHAN INFRASTRUCTURE LIMITED

Date : September 11, 2019

BSE Limited

25th Floor,
Phiroz Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001
Scrip Code: 533605

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051
Symbol: SETUINFRA

Dear Sirs,

Sub. : Notice of the 24th Annual General Meeting along with Annual Report of the Company for the Financial Year 2019-20

Pursuant to Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith notice of 24th Annual General Meeting to be held on Wednesday, September 30, 2019 at 3.00 p.m. at The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik - 422002 along with Annual Report of the Company for the Financial Year 2019-20.

Kindly take the same on your record.

Thanking You,

Yours Faithfully,

For Setubandhan Infrastructure Limited

Sd/-

Prakash Laddha

Director

Encl. : Notice of the 24th Annual General Meeting along with Annual Report of the Company for the Financial Year 2019-20

Setubandhan Infrastructure Limited

(Formerly known as Prakash Constrowell Limited)

Registered Office : The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik - 422002

CIN : L45200MH1996PLC095941 | Email : info@prakashconstro.com | Website : www.prakashconstro.com



**SETUBANDHAN
INFRASTRUCTURE
LIMITED**

ANNUAL REPORT
2019-20

OUR MANAGEMENT

Prakash Pusaram Laddha :Executive Director

He is the founder of Setubandhan Infrastructure Limited (Formerly known as Prakash Constrowell Limited) with an experience of more than 35 years. He is a Bachelor in Commerce. He started his career in the year 1974, with Sahyadri Constructions, as tendering head, wherein he gathered knowledge of civil construction & related finance.

Soon he entered into the business of stone crushing in 1978, as a proprietor and eventually formed a Company named 'Prakash Constrowell Pvt Ltd', which later on became public limited company and then got listed. Mr. Prakash is actively involved in business development & corporate relationship functions.

He is also associated with various NGO such as Vanbhandhu Parishad, Dhamma Nasik Vipassana Centre, etc.

Prafulla Subhashchandra Bhat: Executive Director

Qualified as Chartered Accountant, he has his own firm providing strategic solutions to business houses including Auditing & Assurance, Financial Advisory, Legal Compliance and Tax based problems and complexities in business. He is experienced professional with experience in wealth management, investment banking, mergers and acquisitions, etc.

Shankr Rathi : Independent Director

Mr. Shankar Rathi is enterprenuer having experience of few decades in business. He is commerce graduate and has a strategic vision in respect of business deals..

Jyoti Ravindra Rathi : Independent Woman Director

Jyoti Rathi Woman director on Board of our company, is woman of substance, Commerce Graduate by education has a vast experience of entrepreneurship. She is proprietor of Jyoti Industries, an SSI unit at Aurangabad. She is also actively involved in social work through Maheshwari Samaj.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Prafulla Bhat	- Whole Time Director
Mr. Prakash Laddha	- Executive Director
Mr. Shankar Rathi	- Independent Director
Ms. Jyoti Rathi	- Independent Woman Director
Mr. Shankar Rathi	- Independent Director

COMMITTEES OF THE BOARD

AUDIT COMMITTEE

Mr. Shankar Rathi	- Chairman
Mr. Prakash Laddha	- Member
Ms. Jyoti Rathi	- Member

NOMINATION AND REMUNERATION COMMITTEE

Mr. Shankar Rathi	- Chairman
Mr. Prakash Laddha	- Member
Ms. Jyoti Rathi	- Member

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Mr. Shankar Rathi	- Chairman
Mr. Prafulla Bhat	- Member
Ms. Jyoti Rathi	- Member

AUDITORS

GAG and Associates, Chartered Accountants
(Firm Registration No. 009758C)

SECRETARIAL AUDITOR

Ms. Jagruti Bedmutha

CS & COMPLIANCE OFFICER

Mr. Alok Singh

REGISTERED OFFICE

The Exchange, Near Ved Mandir,
Tidke Colony, Trimbak Road,
Nashik-422 002

INVESTOR QUERIES

compliance@prakashconstro.com

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Important Communication to Members

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants, Members who hold shares in physical form are requested to register their e-mail addresses with the company's R & T Agent.

NOTICE

Notice is hereby given that the 24th Annual General Meeting of the Members of Setubandhan Infrastructure Limited will be held on Wednesday, September 30, 2020 at 3:00 p.m. at The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik - 422002 to transact the following businesses:

ORDINARY BUSINESS

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2020 and the report of Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as Ordinary Resolutions:
 - (a) **"RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."
 - (b) **"RESOLVED THAT** the audited consolidated financial statements of the Company for the financial year ended March 31, 2020 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted."
2. To appoint Mr. Prakash Laddha, who retires by rotation as a Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Prakash Laddha (DIN: 00126825), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."

Special Business:

3. To consider and if thought fit, to pass, the following Resolution as an **Ordinary Resolution**:-

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. Srinivas Diddi & Co., Cost Accountants be and are hereby appointed as the Cost Auditors of the Company by the Board of Directors, for the conduct of the audit of the cost records of the Company for the financial year ending March 2021 at a yearly remuneration of Rs. 25,000/- (Rupees Fifty Thousand Only) excluding taxes, travelling and other out-of-pocket expenses incurred by them in connection with the aforesaid audit be and is hereby approved."

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

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2016 (including any statutory modification(s) or re-enactment thereof for the time being in force as amended from time to time) and Regulation 17 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, Mr. Shankar Rathi (DIN 08406137), who was appointed as an Additional Independent Director of the Company by the Board of Directors with effect from 04.09.2020, in terms of Section 161(1) of the Companies Act, 2013 and Article 152 of the Articles of Association of the Company and in respect of whom Company has received a notice in writing from a member under section 160 of the Companies Act, 2013 proposing his candidature for the office of Independent director of the Company and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Companies Act, 2013 be and is hereby appointed as Independent Director of the Company to hold office for a term of 5 (five) consecutive years effective from 07.09.2020 and not liable to retire by rotation.”

5. Re-Designation of Mr. Prakash Laddha As Whole Time Director and Fixation of Remuneration.

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

“RESOLVED THAT in accordance with the provisions of Section 196, 197, 203 and read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of members of the company be and is hereby accorded for appointment of Mr. Prakash Laddha (DIN: 00126825) as Whole Time Director to hold office for the period of 5 years with effect from July 29, 2020 and shall be liable to retire by rotation.

RESOLVED FURTHER THAT a remuneration may be paid of upto Rs. 3,00,000/- per annum (inclusive of salary, perquisites, benefits, incentives and allowances) w.e.f. July 29, 2020 to July 28, 2025 and on such terms and condition of the said appointment from time to time within Schedule V of Companies Act, 2013 and any other amendments thereto or enactment thereof.

RESOLVED FURTHER THAT in the event of inadequacy of profits in any financial year during the tenure of Mr. Prakash Laddha as Whole Time Director of the Company, the above mentioned remuneration paid to him, as minimum remuneration, subject to prescribed provisions under Section 197 read with schedule V of the Act and rules made thereunder and any other applicable provisions of the Act or any other statutory modifications or enactment thereunder.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director of the Company, be and is hereby authorised, to do all acts, deeds, matters, and things as deem necessary, proper and desirable and to sign and execute all necessary documents, application and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms as return of appointment with the Registrar of Companies.”

By order of the Board of Directors

Sd/-

Prakash Laddha

Whole Time Director

Date : September 04
Place : Nashik

NOTES

1. **A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Annual General Meeting.**

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The holder of proxy shall prove his identity at the time of attending the Annual General Meeting. Attendance Slip, Proxy Form and the Route Map of the venue of the Meeting are annexed hereto.

2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send certified copy of Board Resolution or other governing body authorizing their representatives to attend and vote on their behalf at the meeting.
3. Members/proxies/authorized representatives should bring their copy of the Annual Report and Accounts along with duly filled Attendance Slip enclosed herewith to attend the Meeting.
4. Members who hold shares in dematerialized form are requested to write their DP ID and Client ID Numbers and those who hold shares in Physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of Names will be entitled to vote.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 ('the Act') and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act, will be available for inspection by the members at the Annual General Meeting.
7. The Register of Beneficial Owners, Register of Members and Share Transfer Book of the Company shall remain closed from Monday, the September 28, 2020 to Wednesday, September 30, 2020 (both days inclusive) for the purpose of 24th Annual General Meeting.
8. The Annual Report 2019-20, the Notice of the 24th Annual General Meeting and instructions for e-voting, along with the attendance slip and proxy form, are being sent by electronic mode to members whose email addresses are registered with the Company / depository participant(s), unless a member has requested for a physical copy of the documents. For members who have not registered their email addresses, physical copies are being sent by the permitted mode.
9. 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 physical form can submit their PAN details to Bigshare Services Private Limited.
10. As per Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are

requested to register the same by submitting Form No. SH-13. Members holding shares in physical form may submit the same to Bigshare Services Private Limited. Members holding shares in electronic form may submit the same to their respective depository participant.

11. All documents referred to in the accompanying notice and explanatory statement are open for inspection at the registered office of the Company on all working days, except Saturday between 11:00 a.m. to 01:00 p.m. prior to the date of 24th Annual General Meeting of the Company.
12. Any member desiring any clarification/explanation in respect of the information given in this annual report is requested to submit query to the company at least 10 days in advance before the meeting so as to enable the management to keep information ready.
13. SEBI has decided that securities of listed companies can be transferred only in dematerialised form from a cut-off date, to be notified. In view of the above and to avail various benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form.
14. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs or RTA of the Company.
15. Additional Information, pursuant to Regulation 36 read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the directors seeking appointment / reappointment at the AGM, forms part of the Notice.
16. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The instructions for e-voting are annexed to the Notice. Resolution(s) passed by Members through e-voting is/are deemed to have been passed as if they have been passed at the AGM.
17. The Board has appointed Ms. Jagruti Bedmutha (ACS No: 44134, COP No: 23122), Practicing Company Secretary as the Scrutinizer to scrutinize the e-voting / ballot process in a fair and transparent manner.
18. The e-voting period commences on Saturday, September 26, 2020 at 9:00 a.m. and ends on Tuesday, September 29, 2020 at 5:00 p.m. During this period, members of the Company holding shares either in physical form or in dematerialized form, as on the Cut-off date i.e. September 25, 2020, may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the e-voting module will be disabled by CDSL for voting thereafter. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. September 25, 2020. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

19. The facility for voting through ballot papers will also be made available at the AGM and the members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise the right at the AGM through ballot process. The Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.
20. If Members are opting for remote e-voting, they shall not vote by poll paper and vice versa. However, incase Members cast their vote both by poll paper and by remote e-voting, then voting done through remote e-voting shall prevail and voting done by poll paper will be treated as invalid.
21. The Scrutinizers shall immediately after the conclusion of the voting at the 24thAnnual General Meeting, first count the votes of the valid poll paper cast at AGM. They shall then proceed to unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. The Scrutinizers thereafter shall submit their report to the Chair person or a person authorized by him in writing , who shall counter sign the same. The result of the voting along with the Scrutinizer's report will be announced within forty-eight hours of the conclusion of the 24thAnnual General Meeting at the Registered Office of the Company.
22. The results declared along with the Scrutinizer's report shall be placed on the Company's website www.prakashconstro.com and on the website of CDSL and shall also be intimated to the BSE Limited and National Stock Exchange of India Limited where shares of the Company are listed.
23. The route map of the venue of the Annual General Meeting is appended to this Report. The prominent landmark near the venue is Ved Mandir (Trimbak Road).
24. A detailed list of instructions for e-voting is annexed to this Notice.

By order of the Board of Directors

Date : September 04, 2020
Place :Nashik

Sd/-
Prakash Laddha
Company Secretary

Registered Office
The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik 422002
CIN: L45200MH1996PLC095941 | Website: www.prakashconstro.com
Email: compliance@prakashconstro.com | Phone: +91 253 2315269

Additional Information of Director recommended for appointment / re-appointment

(Pursuant to the Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1. Mr. Prakash Laddha

Age	:	64 Years
Date of Appointment on the Board	:	July 7, 2018
Qualification	:	Graduate
Nature of Expertise in functional areas	:	Experience - 3 decades in the field of construction. Strategist who foresees opportunities, new horizons, gives an impetus to achieve desired goals. Under his able stewardship Setubandhan Infrastructure Limited (formerly known as Prakash Constrowell Limited) is emerging as one of the leading infrastructure company in Maharashtra.
Terms and conditions of Appointment	:	He was appointed as a Non-Executive Director, liable to retire by rotation
Shareholding in the Company as on March 31, 2019	:	25000000 (19.89%)
Relationship with other Directors / Key Managerial Personnel	:	Not Applicable
Number of meetings of the Board attended during the year	:	7
Directorships of other Boards as on March 31, 2019	:	<ol style="list-style-type: none">1. Pentagram Projects Private Limited2. Bhumit Real Estate Private Limited3. Plconmat Supplier Private Limited4. Mohini Buildcon Private Limited5. Mutex I T Solutions Private Limited6. Ram Buildwel Private Limited7. Atal Buildwell Private Limited8. Perfect Aggregates Private Limited9. Navalji Cotspin Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2019	:	Nil

2. Mr. Shankar Rathi

Age	:	55 Years
Date of Appointment on the Board	:	04.09.2020
Qualification	:	Graduate
Nature of Expertise in functional areas	:	Enterprenuer and strategic visionary with huge practical on field experience.
Terms and conditions of Appointment	:	Independent Director
Shareholding in the Company as on March 31, 2019	:	NIL
Relationship with other Directors / Key Managerial Personnel	:	NA
Number of meetings of the Board attended during the year	:	NA
Directorships of other Boards as on March 31, 2020	:	<ol style="list-style-type: none">1. Pentagram Projects Private Limited2. Vastu- Krupa Construction (India) Private Limited3. Plconmat Supplier Private Limited4. Mohini Buildcon Private Limited5. Silver Key Developers Private Limited6. Ram Buildwel Private Limited7. Atal Buildwell Private Limited8. Shree Prakash Developers Private Limited9. Navalji Cotspin Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2020	:	Audit Committee Stakeholder's Relation Committee

3.

By order of the Board of Directors

Date : September 04, 2020
Place : Nashik

Sd/-
Prakash Laddha
Whole Time Director
DIN: 00126825

Registered Office
The Exchange, Near VedMandir, Tidke Colony, Trimbak Road, Nashik 422002
CIN: L45200MH1996PLC095941 | Website: www.prakashconstro.com
Email: compliance@prakashconstro.com | Phone: +91 253 2315269

Explanatory Statement under Section 102 of Companies Act, 2013

Item 4.

Mr. Shankar Rathi was appointed as an Additional Independent Director by the Board of Directors on 04.09.2020 under Article 52 of the Articles of Association of the Company and Section 149, 161(1) of the Companies Act, 2013. He is presently an Independent Director on the Board in accordance with Section 149 of the Companies Act, 2013 read with Schedule IV and the provisions of the Listing Agreement/ SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015. He will hold office up to the ensuing Annual General Meeting. In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Mr. Shankar Rathi proposed to be appointed as an Independent Director for a term of five consecutive years effective from 04.09.2020. As required under Section 160 of the Companies Act, 2013, a notice has been received from a member of the Company along with requisite deposit, signifying his intention to propose Mr. Shankar Rathi as a candidate for the office of the Independent Director of the Company.

In the opinion of the Board, Mr. Shankar Rathi fulfills the conditions specified in the Companies Act, 2013 and rules made there under read with the provisions of the Listing Agreement/ SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015, for his appointment as an Independent Director of the Company and is independent of the management of the Company. Having regard to his qualifications, knowledge and experience his appointment as an Independent Director will be in the interest of the Company.

A Copy of the draft letter for appointment of Mr. Shankar Rathi as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday. The Board recommends his appointment as an Independent Director in the interest of the Company, to utilize his expertise.

None of the Directors, Key Managerial Personnel and/or their relatives, except Mr. Shankar Rathi is concerned or interested in the resolution.

Item 5

6. The Board of Directors has recommended to re-designate Mr. Prakash Laddha as Whole Time Director of the Company for a period of 5 years, with effect from July 29, 2020 upon such terms and conditions including payment of salary, perquisites, benefits, incentives and allowances. Following are the mandatory disclosures pursuant to provisions of Schedule V of the Companies Act, 2013, to justify the proposed remuneration paid to Whole Time Director. Mr. Prakash Laddha has given the required consent to act as a Whole Time Director.

In compliance to Section 196 of Companies Act, 2013, the re-designation of Mr. Prakash Laddha as Whole Time Director is now being placed before the members for its approval. A brief profile of Mr. Prakash Laddha is given below:

I. General Information:

Sr No.	Particulars	Disclosures
1.	Nature of Industry	Construction Activities
2.	Date of commencement of commercial production	N.A.
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.
4.	Foreign investments or collaborators, if any	N.A.

II. Information about the appointee:

1.	Background details	<p>He is the founder of Setubandhan Infrastructure Limited (Formerly known as Prakash Constrowell Limited) with an experience of more than 35 years. He is a Bachelor in Commerce. He started his career in the year 1974, with Sahyadri Constructions, as tendering head, wherein he gathered knowledge of civil construction & related finance.</p> <p>Soon he entered into the business of stone crushing in 1978, as a proprietor and eventually formed a Company named 'Prakash Constrowell Pvt Ltd', which later on became public limited company and then got listed. Mr. Prakash is actively involved in business development & corporate relationship functions.</p>
2.	Past remuneration	Nil
3.	Recognition or awards	N.A
4.	Job profile and his suitability	As a Whole Time Director, Mr. Prakash Laddha is responsible for business development activities of the company. His experience in the civil construction and related activities ensures adequate and timely completion of the projects. He is instrumental in developing the brand portfolio of our company and promoting the overall strategy and growth of our company.
5.	Remuneration proposed	Upto Rs.3 Lacs p.a.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Looking into his experience and expertise in the Industry, the Board of Directors of the Company decided to re-designate Mr. Prakash Laddha as Whole Time Director of the Company. The remuneration paid to him is reasonable considering the prevailing emoluments in the industry for senior management with similar qualifications and experience
7.	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personal, if any:	Mr. Prakash Laddha as Whole Time Director of the Company has no other relationship with the Company

The details of the terms of appointment and remuneration payable to Mr. Prakash Laddha are given below:

Tenure of Remuneration	5 years with effect from July 29, 2020
Salary inclusive of all allowances and incentives	Up to Rs. 3 Lacs per annum. The Whole Time Director shall be entitled to such increment from time to time as the Board may by its discretion determine subject to the limits set out in Schedule V of Companies Act, 2013.
Perquisites and Allowances in addition to the salary	Perquisites shall be evaluated as per Income Tax Rule wherever applicable and in the absence of any such rule, Perquisites shall be evaluated at actual cost.
Retirement benefits	A. Gratuity payable shall be in accordance with the rules of Companies Act and Gratuity Rules. B. Earned leave on full pay and allowances as per the rules of the Company, leave accumulated shall be encashable of Leave at this end of the tenure, will not be included in the computation of the ceiling on perquisites.
Other benefits	A. The Director shall be entitled to reimbursement of expenses like Vehicle, Guest Entertainment; Travelling Expenses actually and properly incurred during the course of doing legitimate business of the company. B. The appointee shall be eligible for Housing, Education and Medical Loan and other Loans or facilities as applicable in accordance with the rules of the company and in compliance with the provisions of the Companies Act, 2013.
Minimum Remuneration	The aggregate of the remuneration and perquisites as aforesaid, in any financial year, shall not exceed the limit set out under Sections 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 or any statutory modifications or re-enactments thereof for the time being in force, or otherwise as may be permissible at law. Provided that where in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay the above salary and allowances and provide the perquisites and other amenities as aforesaid to the Whole Time Director as and by way of minimum remuneration, subject to the applicable provisions of Schedule V of the Act and the approval of the Central Government, if required, or any other approvals as may be required under law.

None of the Directors of the Company, except Mr. Prakash Laddha are concerned or interested in the Resolution. The Board recommends this resolution for the approval of the members as Special Resolution.

Instructions for e-voting

In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer the facility of voting through electronic means and the business set out in the Notice above may be transacted through such electronic voting. The facility of voting through electronic means is provided through the e-voting platform of Central Depository Services (India) Limited ("remote e-voting").

The detailed instructions for e-voting are as follows:

Step 1 : Open your web browser during the voting period and log on to the e-voting website: www.evotingindia.com.

Step 2 : Now click on "Shareholders" to cast your votes.

Step 3 : Now, fill up the following details in the appropriate boxes:

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 the Folio Number registered with the Company

Step 4 : Next, enter the Image Verification as displayed and Click on Login

If you are holding shares in demat form and had logged on to then your existing password is to be used.

Step 5 : 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 Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in Step 3.

Please enter the DOB or dividend bank details in order to login.

Step 6 : After entering these details appropriately, click on "SUBMIT" tab.

Step 7 : Members holding shares in physical form will then directly reach the Company selection screen. However, first time user holding shares in demat form will now reach 'Password Creation' menu where they are required to mandatorily enter their login password in the new password field. Kindly note that this password can also be used by the Demat holders for voting for resolution of any other

Company on which they are eligible to vote, provided that the 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.

If Demat account holder has forgotten the changed password then Enter the user ID and the image verification code and click on Forgot Password and enter the details as prompted by the System.

Step8:For members holding shares in physical form,thedetailscanbeusedonlyforremotee-voting on the resolutions contained in this Notice.

Step 9 : Click on EVSN of the Company.

Step 10 : On the voting page, you will see Resolution Description and against the same, the option "YES/NO" for voting. Select the relevant option as desired YES or NO and click to submit.

Step 11 : Click on the resolution file link if you wish to view the entire Notice.

Step12: 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. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

Step 13 : You can also take print out of the voting done by you by clicking on "Click here to print" option on the Voting page.

Step 14 : Instructions for Non - Individual Members and Custodians:

- Non-Individual members (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, user would be able to link the account(s)for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney(POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Members can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. Them-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.prakashconstro.comandonthewebsiteofCDSL*i.e*www.cdslindia.comwithinforty-eighthours of the passing of the Resolutions at the 23RD AGM of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

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.

Contact Details:

Company	:	Setubandhan Infrastructure Limited The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik 422002 CIN: L45200MH1996PLC095941 Website: www.prakashconstro.com Email: compliance@prakashconstro.com Phone: +91 253 2315269
Registrar and Transfer Agent	:	Bigshare Services Private Limited 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai - 400 059. Phone : +91 22 62638200 E-mail : sandeep@bigshareonline.com

BOARD'S REPORT

To,
The Members of
Setubandhan Infrastructure Limited

Directors have pleasure in presenting their 24th Annual Report on the business and operations of the Company along with the Audited Financial Statements of the Company for the financial year ended on March 31, 2020.

1. FINANCIAL HIGHLIGHTS

(Rs. in Lakhs)

Financial Results and Appropriations	Standalone		Consolidated	
	Year ended 31/03/2020	Year ended 31/03/2019	Year ended 31/03/2020	Year ended 31/03/2019
Revenue from Operations	13033.59	25833.90	15435.01	25833.90
Other Income	161.86	211.36	177.55	211.36
Total Revenue	13195.44	26045.26	15612.55	26045.26
Profit/Loss Before Tax (PBT)	(4383.51)	7.00	(4369.69)	6.86
Less: Taxation	(25.10)	(6.22)	(29.49)	(6.22)
Net Profit after Tax (PAT)/Loss	(4408.62)	13.22	(4399.17)	13.08
Other Comprehensive income (net of tax)	40.87	(2.65)	40.87	(2.65)
Total comprehensive income for the year	(4367.75)	15.87	(4358.31)	15.73

Note: The Company discloses financial results on a quarterly basis of which results are subjected to limited review and publishes audited financial results on an annual basis. The Financial Statements as stated above are also available on the website of the Company at www.prakashconstro.com.

2. FINANCIAL PERFORMANCE

Consolidated

During the year under review, the Company recorded consolidated total revenue of Rs. 15612.55 lakhs as compared to Rs. 26045.26 lakhs for the previous year and Net loss for the year stood at Rs.4399.17lakhs for the year under review as compared to Rs.13.08 lakhs for the previous year.

Standalone

During the year under review, the Company recorded total revenue of Rs. 13195.44 Lakhs as compared to Rs. 26045.26 lakhs for the previous year and Net Loss for the year stood at Rs. (4408.62) lakhs for the year under review as compared to Rs. 13.22 lakhs for the previous year.

3. NATURE OF BUSINESS

The Company is engaged in the activities of Construction of buildings carried out on own-account basis or on a fee or contract basis / Project Supply. There was no change in nature of the business of the Company, during the year under review.

4. MATERIAL CHANGES AND COMMITMENTS

There was Devolvement of Letter of Credits after the financial year ended March 31, 2019 due to Financial Crisis accountable to unfavourable Business Scenario for the Company. Total outstanding amount of Letter of Credit devolvement is Rs. against Company.

5. DIVIDEND

Keeping in view need to conserve resources of the Company, Directors are constrained not to recommend any dividend for the year under review.

6. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company has Two subsidiary companies named Unique Vastu Nirman & Projects Private Limited and Bhumit Real Estate Private Limited. A statement containing brief financial details of the subsidiaries is included in the Annual Report.

As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a consolidated financial statement of the Company and its subsidiary is attached. The consolidated financial statements have been prepared in accordance with the relevant accounting standards as prescribed under Section 129 (3) of the Act. These financial statements disclose the assets, liabilities, income, expenses and other details of the Company and its subsidiary.

Pursuant to the provisions of Section 129, 134 and 136 of the Companies Act, 2013 read with rules framed thereunder and pursuant to Regulation 33 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company had prepared consolidated financial statements of the company and its subsidiaries and a separate statement containing the salient features of financial statement of subsidiaries, joint ventures and associates in Form AOC-1 forms part of the Directors' Report as *Annexure - I*.

7. DIRECTORS' RESPONSIBILITY STATEMENT

As stipulated in Section 134(3)(c) read with sub-section (5) of the Companies Act, 2013, to the best of their knowledge and ability state that:

- a) In preparation of Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) The Directors have 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 or loss of the Company for that period;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the annual accounts for the year ended March 31, 2020 on going concern basis;

- e) The Directors have laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

8. SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

9. CORPORATE GOVERNANCE

Company recognizes the importance of Good Corporate Governance, which is the tool of building strong and everlasting beneficial relationship with customers, suppliers, bankers and more importantly with the investors. Corporate Governance is strongly driven by our values such as quality, commitment, customer orientation and integrity.

Our Corporate Governance Report for fiscal 2020 forms an integral part of this Annual Report, together with the Certificate from the auditors of the Company regarding compliance with the requirements of Corporate Governance as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

10. MANAGEMENT DISCUSSION AND ANALYSIS

Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), is presented in a separate section, forming part of the Annual Report.

11. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The members of the Board of Directors of the Company are of proven competence and integrity. Besides having financial literacy, experience, leadership qualities and the ability to think strategically, the Directors have a significant degree of commitment to the Company and devote adequate time for the meetings, preparation and attendance.

Cessation

Vishal Ahuja resigned w.e.f. 04.09.2020.

Retirement by rotation

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Prakash Laddha (DIN: 00126825), Executive Director of the Company retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment, subject to the approval of the Members of the Company. The Board

recommends the re-appointment of Mr. Prakash Laddha for your approval. A brief Resume is attached with the Notice of Annual General Meeting.

Board Independence

'Independence' of Directors means as defined in Regulation 16(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149(6) of the Companies Act, 2013. Based on the confirmation / disclosures received from the Directors and on evaluation of the relationships disclosed, the following Non-Executive Directors are Independent:

- a) Mr. Shankar Rathi
- b) Ms. Jyoti Rathi

Mr. Vishal Ahuja resigned w.e.f. 04.09.2020

Declaration by Independent Directors

The Company has received declarations from all the independent directors of the Company that they meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Key Managerial Personnel

The following persons have been designated as Key Managerial Personnel of the Company pursuant to Section 2(51) and Section 203 of the Act, read with the Rules framed thereunder.

Mr. Prakash Laddha	-	Whole Time Director & Chief Financial Officer w.e.f. 29.07.2020
Mr. Alok Singh	-	Company Secretary; appointed w.e.f. 1.06.2020

Policy on Director's Appointment and Remuneration

The current policy is to have an appropriate mix of executive and independent directors to maintain the independence of the Board and separate its functions of governance and management. The Board consists of four members, two of whom are independent directors. The Company's policy on directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the corporate governance report.

Board Evaluation

The Company has devised a Board Evaluation Framework for performance evaluation of Independent Directors, Board, Non-Independent Directors and Chairman of the Company. Pursuant to this framework, the Board has carried out the annual evaluation of its own performance as well as the evaluation of the working of its Committees and individual Directors, including Chairman of the Board. This exercise was carried out through a structured questionnaire prepared separately for Board, Committee and individual Directors.

The Board acknowledged certain key improvement areas emerging through this exercise and action plans to address these are in progress. The performance evaluation of the Non-Independent Directors including Chairman was carried out by the Independent Directors at a separate meeting of the Independent Directors on January 16, 2020. The Nomination and

Remuneration Committee has further carried out evaluation of all Directors including Independent Directors. The report of performance evaluation so arrived at was then noted and discussed by the Nomination and Remuneration Committee.

12. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Information relating to Conservation of Energy, Technology Absorption and Foreign Earning and Outgo, as required under Section 134(3)(m) of the Companies Act, 2013 read together with Rule 8(3) of the Companies (Accounts) Rules, 2014 forms part of this Report as *Annexure II*.

13. EXTRACTS OF ANNUAL RETURN

As required under Section 134(3)(a) and sub-section (3) of Section 92 of the Companies Act, 2013 read with Rule 12 of Companies (Management and Administration) Rules, 2014, the Extract of the Annual Return as at March 31, 2020 is put up on the Company's website and can be accessed at www.prakashconstro.com.

14. PARTICULARS OF EMPLOYEES AND OTHER ADDITIONAL INFORMATION

In accordance with the provisions of Sec. 197(12) of the Companies Act, 2013 read with rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended is not applicable to the Company as there was no employee drawing remuneration of Rs.1 crore and 2 lakhs per annum or Rs. 8 lakhs and 50 thousand per month during the year ended March 31, 2020.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of Section 136(1) of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

No related party transactions that were entered during the financial year. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. Accordingly, the disclosure of related party transaction as require under Section 134(3)(h) of the Companies Act, 2013 in form AOC-2 is not applicable.

16. INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

There has not been an occasion in case of the Company during the year to transfer any sums to the Investor Education and Protection Fund.

17. AUDITORS

Statutory Auditors

M/s. GAG & Associates (Firm Registration No. 009758C), Chartered Accountants, Ujjain, are the Statutory Auditors of the Company for the year ended March 31, 2019.

As per the provisions of the Act, the period of office of M/s. GAG & Associates, Chartered Accountants, Statutory Auditors of the Company, expires at the conclusion of the ensuing Annual General Meeting.

It is proposed to appoint M/s. GAG & Associates, Chartered Accountants as Auditors of the Company, for a term of 5 (five) consecutive years. M/s. GAG & Associates have confirmed their eligibility and qualification required under the Act for holding the office, as Statutory Auditors of the Company.

The Notes to the financial statements referred in the Auditors Report are self-explanatory and therefore do not call for any comments under Section 134 of the Companies Act, 2013. The Auditors' Report does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statements in this Annual Report.

Disclosure of total fees paid to Statutory Auditor, on a consolidated basis

During the Financial Year 2019-20 total amount of Rs. 1.23 lakhs paid to Statutory Auditors, on consolidated basis.

Secretarial Auditor

The Board appointed Ms. Jagruti Bedmutha (ACS No:44134, COP No:23122), Practicing Company Secretary, Nashik to conduct Secretarial Audit for the Financial Year 2019-20. The Secretarial Audit Report for the financial year ended March 31, 2020 is annexed herewith marked as *Annexure IV* to this Report.

Annual Secretarial Compliance Report

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 read with Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, directed listed entities to conduct Annual Secretarial compliance audit from a Practicing Company Secretary of all applicable SEBI Regulations and circulars/guidelines issued thereunder.

The said Secretarial Compliance report is in addition to the Secretarial Audit Report by Practicing Company Secretaries is required to be submitted to Stock Exchanges within 60 days of the end of the financial year.

The Company has engaged the services of Ms. Jagruti Bedmutha (ACS No:44134, COP No:23122), Practicing Company Secretary, Nashik and Secretarial Auditor of the Company for providing this certification.

18. DEPOSITS

During the year, there is no amount on account of principal or interest on public deposits was outstanding as on the date of the Balance Sheet. Hence there are no particulars to report about the deposit falling under Rule 8 (5)(v) and (vi) of Companies (Accounts) Rules, 2014.

19. LISTING AT STOCK EXCHANGE

The Equity Shares of the Company continue to be listed on the BSE Limited and National Stock Exchange of India Limited.

20. SIGNING OF THE FINANCIAL STATEMENTS

This is to inform you that the Company has approved and authenticated its Audited Financial Results for the year ended March 31, 2020 in the Board meeting duly held on July 28, 2020, which is well within the statutory time limits as prescribed in the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

21. SIGNIFICANT & MATERIAL ORDERS

No significant or material orders have been passed against the Company by the Regulators, Courts or Tribunals, which impacts the going concern status and company's operations in future.

22. OTHER DISCLOSURES

Share Capital

The Paid-up Equity Share Capital as at March 31, 2020 stood at Rs. 1256.78 lakhs. During the year under review, there were no changes which have taken place in the authorized and paid-up share capital of the Company.

Change in Name of the Company

Company has changed its name from Prakash Constrowell Limited to Setubandhan Infrastructure Limited, with effect from June 27, 2019.

Meetings of the Board of Directors

Five meetings of Board of Directors were held during the year. Particulars of meetings held and attended by each Director are detailed in the Corporate Governance Report, which forms part of this Report.

Audit Committee

The Audit Committee comprises of Mr. Shankar Rathi, Independent Director (Chairman), Mr. Prakash Laddha, Executive Director and Ms. Jyoti Rathi, Independent Woman Director. During the year all the recommendations made by the Audit Committee were accepted by the Board. In Conformity with the requirements of Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013, as applicable, the strength of the Audit Committee is adequate.

Corporate Social Responsibility (CSR)

The Company has framed a CSR policy in compliance of the relevant provisions of the Companies Act, 2013 and the same is uploaded on the website of the Company www.prakashconstro.com. The CSR Annual Report enclosed as *Annexure - V* forms part of this report.

Particulars of Loan given, Investments made, Guarantee given and Security Provided

Particulars of loan given, investments made, guarantees given and securities provided covered under the provisions of Section 186 of the Companies Act, 2013 are provided in the notes to the Financial Statements.

Internal Financial Controls

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the Statutory Auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2018-19.

Internal Control Systems

Adequate internal control systems commensurate with the nature of the Company's business and size and complexity of its operations are in place and have been operating satisfactorily.

Risk Management Policy

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

Vigil Mechanism & Whistle Blower Policy

The Company has a Vigil mechanism & Whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. The reportable matters may be reported to the Vigilance & Ethics Officer which operates under the supervision of the Audit Committee, as protected disclosures through an e-mail, or dedicated telephone line or a written letter. Employees may also report directly to the Chairman of the Audit Committee. The said Policy is available on the website of the Company at http://www.prakashconstro.com/pdf/VIGIL_MECHANISM.pdf.

Policy on Related Party Transactions

The Board of the Company has adopted the Policy and procedure with regard to Related Party Transactions. The policy envisages the procedure governing the materiality of Related Party Transactions and dealing with Related Party transactions required to be followed by Company to ensure compliance with the Law and Regulation. The said Policy is available on the website of the Company at <http://www.prakashconstro.com/pdf/PCL%20-%20RPT%20Policy.pdf>.

Prevention of Sexual Harassment of Women at Workplace

There were no incidences of sexual harassment reported during the year under review, in terms of the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules made thereunder.

Prevention of Insider Trading

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase

or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

23. GENERAL

Directors of the Company states that no disclosure or reporting is required in respect of the following items as there were no transactions on these items, during the year under review:

- i. Details relating to deposits covered under Chapter V of the Act.
- ii. Issue of equity shares with differential rights as to dividend, voting or otherwise.
- iii. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
- iv. The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- v. Neither the Managing Director nor the Whole Time Director of the Company receives any remuneration or commissions from any of its subsidiaries.
- vi. No fraud has been reported by the Auditors to the Audit Committee or the Board.

24. GREEN INITIATIVES

Electronic copies of the Annual Report 2019-20 and the Notice of the 24th Annual General Meeting are sent to all members whose email addresses are registered with the Company / depository participant(s). For members who have not registered their email addresses, physical copies are sent in the permitted mode.

25. ACKNOWLEDGEMENTS

Your directors wish to place on record and acknowledge their appreciation for the continued support and co-operation received from Government Authorities, lending institutions, and esteemed shareholders of the company. Directors also record their appreciation for the total dedication of the employees.

For an on behalf of the Board of Directors

Date : September 04, 2020
Place : Nashik

Sd/-
Prakash Laddha
Director

Sd/-
Jyoti Rathi
Director

Statement containing the salient features of the Financial Statements of Subsidiaries / Associate Companies / Joint Ventures

[Pursuant to first proviso to sub-section (3) of Section 129 of the Companies Act, 2013, read with Rule 5 of the Companies (Accounts) Rules, 2014 - AOC -1]

List of Subsidiaries

Name of the Subsidiary	Unique Vastu Nirman & Projects Pvt. Ltd.	Bhumit Real Estate Pvt. Ltd.	Godavari Projects JV
Financial period ended	March 31, 2020	March 31, 2020	March 31, 2020
Date of Acquisition	October 10, 2011	November 22, 2016	
Reporting Currency	Indian Rupee	Indian Rupee	Indian Rupee
Share Capital	500000.00	100000.00	50000.00
Reserves and Surplus	171873.00	(98950.00)	15549895.96
Total Assets	11217476.00	13250.00	204291982.66
Total Liabilities <i>(excluding share capital and reserves and surplus)</i>	10545603.00	12200.00	188692086.70
Investments <i>(other than in subsidiaries)</i>	0.00	0.00	0.00
Turnover	0.00	0.00	240141863.00
Profit / (Loss) before taxation	0.00	(12200.00)	1394955.76
Provision for taxation	0.00	0.00	438182.00
Profit / (Loss) after taxation	0.00	(12200.00)	956773.76
% of shareholding	70 %	100 %	99%

**For an on behalf of the Board of
Directors of
Setubandhan Infrastructure Limited**

Date : September 04, 2020
Place : Nashik

Sd/-
Prakash Laddha
Director

Sd/-
Jyoti Rathi
Director

**CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY
ABSORPTION, FOREIGN EXCHANGE AND OUTGO**

*[Disclosure under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8
(3) of Companies (Accounts) Rules, 2014]*

A. Conservation of Energy

- i) Steps taken or impact on conservation of energy:
Use of natural light through bigger windows, skylights, etc.
Increase in power factor by using additional capacitors and automation in control panel.
Monitoring and control of running time of compressors of air conditioners.
Replacement of conventional copper chokes with energy-efficient electronic ballast.
Replacement of older window air conditioners to star rated air conditioners for power saving.
- ii) Steps taken for utilization of alternate sources of energy:
The Company has commenced use of LED lights to reduce energy consumption. Further, the Company has installed high efficiency lighting fixtures and old high-power consumption light fittings have been replaced by low power consumption light fittings.
- iii) Capital investment on energy conservation equipment:
No significant capital investment is made on energy consumption equipment which can be quantified.

B. Technology absorption

- i) Efforts made towards technology absorption

:

Not Applicable

- ii) Benefits derived

:

Not Applicable

- iii) Details of Technology Imported in last three years

a) Details of Technology imported

:

b) Not Applicable
Year of import

:

c) Not Applicable
whether the technology has been fully absorbed

:

d) Not Applicable
if not fully absorbed, areas where absorption has not taken place, and the reasons thereof

:

iv) Not Applicable
Expenditure incurred on Research and Development

:

Not Applicable

C. Foreign Exchange Earnings and Outgo

During the Financial Year, the foreign exchange earned in terms of actual inflows was NIL, whereas the foreign exchange in terms of actual outflows was NIL.

For Setubandhan Infrastructure Limited

Sd/-
Prakash Laddha
Director
Date: 04.09.2020

Annexure III

FORM NO. MR-3

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

To,
The Members,
Setubandhan Infrastructure Limited
(Formerly known as Prakash Constrowell Limited)

I have conducted the secretarial audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by **SETUBANDHAN INFRASTRUCTURE LIMITED** (Formerly known as Prakash Constrowell Limited) (hereinafter called 'the Company'). Secretarial audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment.
- (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 (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- d. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

I further report that based on the explanation given by the management of the Company, even though being in Construction Business there are no other laws that are specifically applicable to the Company since it has subcontracted its existing business contracts to other parties for execution.

I have also examined compliance with the applicable clauses to the 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 hereinabove.

During the Period under review, provisions of the following Acts, Rules, Regulations, Guidelines, Standards, etc were not applicable to the Company:

- (i) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (ii) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (iii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (iv) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (vi) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998;

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of 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 the directors to schedule the Board Meeting, 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 clarification on the agenda items before the meeting and for meaningful participation at the meeting.

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

I 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.

For Jagruti Bedmutha & Co,
Company Secretaries

Sd/-

Jagruti Bedmutha

ACS No: 44134

COP No: 23122

Place : Nashik

Date : September 04, 2020

UDIN: A044134B000655151

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE - A' and forms an integral part of this report.

ANNEXURE-A

To,
The Members,
Setubandhan Infrastructure Limited
(Formerly known as Prakash Constrowell Limited)

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. 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.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company

For Jagruti Bedmutha & Co,
Company Secretaries

Sd/-
Jagruti Bedmutha
ACS No: 44134
COP No: 23122
Place : Nashik
Date : 7th September 2020
UDIN: A044134B000655151

i) Individual Shareholders holding nominal share capital upto Rs.1 Lakh	5,73,37,75 5	20	5,73,37,77 5	45.62	5,53,62,24 2	20	5,53,62,26 2	44.05	-1.57
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	1,75,63,66 3	-	1,75,63,66 3	13.98	1,77,69,32 3	-	1,77,69,32 3	44.14	0.16
c) Others (Specify)									
1) Hindu Undivided Family	-	-	-	-	40,22,583	-	40,22,583	3.20	3.20
2) Trusts	100	-	100	-	300	-	300	-	-
3) Clearing Member	20,97,801	-	20,97,801	1.67	25,21,168	-	25,21,168	2.01	0.34
4) Non Resident Indians (NRI)	1,12,213	-	1,12,213	0.09	0	-	0	-	-0.09
5) Non Resident Indians (REPAT)	40,83,677	-	40,83,677	3.25	42,17,946	-	42,17,946	3.36	-
6) Non Resident Indians (NON REPAT)	6,66,412	-	6,66,412	0.53	5,51,802	-	5,51,802	0.44	-
7) Directors Relatives	-	-	-	-	-	-	-	-	-
8) Employee	-	-	-	-	-	-	-	-	-
9) Partnership Firm	246	-	246	-	246	-	246	-	-
10) Unclaimed Suspense Account	-	-	-	-	-	-	-	-	-
11) IEPF	-	-	-	-	-	-	-	-	-
12) Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
d) Foreign Portfolio Investor (Category - III)	5,96,574	-	5,96,574	0.47	7,47,959	-	7,47,959	0.60	0.12
e) NBFCs registered with RBI	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	9,12,19,43 7	20	9,12,19,45 7	72.58	9,12,19,43 7	20	9,12,19,45 7	72.58	-
Total Public Shareholding (B)=(B)(1) + (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
GRAND TOTAL (A+B+C)	12,56,78,2 40	20	12,56,78,2 60	100	12,56,78,2 40	20	12,56,78,2 60	100	-

Shareholding of Promoters:

Sr · No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change In shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of shares	% of Total shares of the Company	%of Shares Pledged / encumbered to total shares	
1	Prachi Laddha P	4,00,000	0.32	-	4,00,000	0.32	-	-
2	Prakash Pusaram Laddha	2,50,00,000	19.89	-	2,50,00,000	19.89	-	-
3	Rachita Rakesh Mehta	4,00,000	0.32	-	4,00,000	0.32	-	-
4	Aruna Prakash Laddha	86,58,803	6.89	-	86,58,803	6.89	-	-

ii) Change in Promoters' Shareholding - NIL

Sr No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01.04.2019 to 31.03.2020)	
		No. of Shares at the beginning (01.04.2019) /end of the year (31.03.2020)	% of total shares of the company				No. of Shares	% of total shares of the Company
	NIL							

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

Sr No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01.04.2019 to 31.03.2020)	
		No. of Shares at the beginning (01.04.2019) /end of the year (31.03.2020)	% of total shares of the company				No. of Shares	% of total shares of the Company
1.		25,87,640	2.06	01.04.2019	-	-	25,87,640	2.06

	ROSE VALLEY MERCHANDISE PVT. LTD.					Nil movement during the year		
		25,87,640	2.06	31.03 .2020	-	-	25,87,640	2.06
2.	JM FINANCIAL SERVICES LIMITED	19,28,420	1.53	01.04 .2019	-	-	19,28,420	1.53
				05/04 /2019	(1,500)	Transfer	19,26,920	1.53
				24/05 /2019	45,000	Purchase	19,71,920	1.57
				19/07 /2019	2,000	Purchase	19,73,920	1.57
				02/08 /2019	(1,000)	Transfer	19,72,920	1.57
				09/08 /2019	(1,000)	Transfer	19,71,920	1.57
				25/10 /2019	500	Purchase	19,72,420	1.57
				01/11 /2019	(500)	Transfer	19,71,920	1.57
				31/01 /2020	6	Purchase	19,71,926	1.57
				07/02 /2020	(6)	Transfer	19,71,920	1.57
		19,71,920	1.57				19,71,920	1.57
3.	NIMISH TALSANIA	1101506	0.88	01/04 /2019	-	-	11,01,506	0.88
				05/04 /2019	8,376	Purchase	11,09,882	0.88
				12/04 /2019	1,118	Purchase	11,11,000	0.88
				03/05 /2019	(35,000)	Transfer	10,76,000	0.86
				10/05 /2019	4,000	Purchase	10,80,000	0.86
				17/05 /2019	(30,000)	Transfer	10,50,000	0.84
				21/06 /2019	(50,000)	Transfer	10,00,000	0.80
				18/10 /2019	1,000	Purchase	10,01,000	0.80
				20/12 /2019	(1,000)	Transfer	10,00,000	0.80
				27/12 /2019	1,000	Purchase	10,01,000	0.80
		10,01,000	0.80	31/03 /2020	-	-	10,01,000	0.80

4.	GRISHMA SECURITIES PVT LTD	8,45,210	0.67	01/04 /2019	-	-	8,45,210	0.67
						Nil movement during the year		
		8,45,210	0.67	31/03 /2020	-	-	8,45,210	0.67
5.	JOHN ANDRADE	7,83,600	0.62	01/04 /2019	-	-	7,83,600	0.62
						Nil movement during the year		
		7,83,600	0.62	31/03 /2020	-	-	7,83,600	0.62
6.	BENJAMIN JOHN PAULEY	5,96,574	0.47	01/04 /2019	-	-	5,96,574	0.47
				01/11 /2019	37063	Purchase	6,33,637	0.50
				07/02 /2020	1,14,322	Purchase	7,47,959	0.60
		7,47,959	0.60	31/03 /2020	-	-	7,47,959	0.60
7.	ANSH INFRA TECH PRIVATE LIMITED	7,20,000	0.57	01/04 /2019	-	-	7,20,000	0.57
						Nil movement during the year		
		7,20,000	0.57	31/03 /2020	-	-	7,20,000	0.57
8.	ABHINAV VASISHT	6,68,832	0.53	01/04 /2019	-	-	6,68,832	0.53
						Nil movement during the year		
		6,68,832	0.53	31/03 /2020	-	-	6,68,832	0.53
9.	ANAND VARDHAN GUPTA	4,63,156	0.37	01/04 /2019	-	-	4,63,156	0.37
				13/03 /2020	1,21,002	Purchase	5,84,158	0.46
				20/03 /2020	55,000	Purchase	6,39,158	0.51
		6,39,158	0.51	31/03 /2020	-	-	6,39,158	0.51

10	SURENDRA KUMAR AGARWAL	6,14,978	0.49	01/04 /2019	-	-	6,14,978	0.49
						Nil movement during the year		
		6,14,978	0.49	31/03 /2020	-	-	6,14,978	0.49

iv) Shareholding of Directors and Key Managerial Personnel:

Sr No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01.04.2019 to 31.03.2020)	
		No. of Shares at the beginning (01.04.2019) /end of the year (31.03.2020)	% of total shares of the company				No. of Shares	% of total shares of the Company
1.	PRAKASH PUSARAM LADDHA	2,50,00,000	19.89	01/04 /2019	-	-	2,50,00,000	19.89
						Nil movement during the year		
		2,50,00,000	19.89	31/03 /2020	-	-	2,50,00,000	19.89

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 year				
i) Principal amount				
ii) Interest due but not paid				
iii) Interest accrued but not due.				
Total (i+ii+iii)				
Changes during the financial year				
Addition				
Deletion				
Indebtedness at the end of the financial year				
i) Principal amount				

ii) Interest due but not paid				
iii) Interest accrued but not due.				
Total (I +ii + iii)				

VI. EMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole Time Directors and / or Manager:

Sr. No	Particulars of Remuneration	Name of the Managing Director/Whole Time Directors	Total Amount
1.	Gross Salary		
(a)	Salary as per provisions contained in section 17(1) of Income Tax Act, 1961	-	-
(b)	Value of perquisites under section 17(2) of Income Tax Act, 1961	-	-
(c)	Profits in lieu of salary under section 17(3) of Income Tax Act, 1961	-	-
2.	Stock Options	-	-
3.	Sweat Equity	-	-
4.	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-
5.	Others, specify (PF & Gratuity)	-	-
	Total (A)	-	-
	Ceiling as per the Act		

Notes:

- 1) The provisions of Section 197 are applicable to the Company and accordingly, the remuneration has been paid

B. Remuneration to other directors:

Sr. No	Particulars of Remuneration	Total Amount					
						-	-
1.	Independent Directors					-	-
(a)	Fee for attending Board / Committee meetings					-	-
(b)	Commission					-	-
(c)	Others, specify					-	-
	Total (1)					-	-

Notes:

2.	Other Non-Executive Directors						-	-
(a)	Fee for attending Board / Committee meetings						-	-
(b)	Commission						-	-
(c)	Others, specify						-	-
	Total (2)						-	-
	Total (B)= (1+2)	-	-	-	-	-	-	-

C. Remuneration to Managerial Personnel other than Managing Director / Whole Time Director / Manager: (Please provide details of remuneration to CEO/CFO, if any)

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			NIL		
Punishment			NIL		
Compounding			NIL		
B. DIRECTORS IN DEFAULT					
Penalty			NIL		
Punishment			NIL		
Compounding			NIL		
C. OTHER OFFICERS IN DEFAULT					
Penalty			NIL		
Punishment			NIL		
Compounding			NIL		

On Behalf of the Board of Directors
For Setubandhan Infrastructure Limited

Sd/-

Prakash Laddha
Whole Time Director
DIN: 00126825
Date: 04.09.2020
Place: Nashik

CORPORATE GOVERNANCE REPORT

Report on Corporate Governance pursuant to Schedule V (C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) and forming Part of the Directors' Report for the year ended March 31, 2020. The Company has complied with the corporate governance requirements specified in Regulation 17 to 27 and Regulation 46 of the Listing Regulations.

(1) COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Setubandhan Infrastructure Limited (formerly known as Prakash Constrowell Limited) recognizes the importance of Good Corporate Governance, which is the tool of building strong and everlasting beneficial relationship with customers, suppliers, bankers and more importantly with the investors.

(2) BOARD OF DIRECTORS

The strength of the Board on signing of the report comprises of Five Directors. The Board of Directors comprises of Executive and Non-Executive Directors. There are three Non-Executive Directors and one Executive Director. The Chairman of the Board is Executive Director. The Directors are eminently qualified and experienced in business, finance and corporate management.

The table below provides the composition of the Board, their attendance at Board meetings & AGM and number of directorships, chairmanship/membership of companies:

Name of the Director & Designation & Age	Category & Nature of employment	No. of Directorship held in other companies in India	No. of committees of which Member (M)/ Chairman (C)	Board meeting attended	Attend-ance at the last AGM	No. of Shares held & % holding (of the Company) (As on March 31, 2019)
Prafulla Bhat Whole Time Director 33 Years	Executive Director	2	2	5	No	Nil
Prakash Laddha 64 Years	Non-Executive Director	0	1	5	Yes	25000000 (19.89%)
Vishal Ahuja 31 Years	Non-Executive Independent Director	0	2	5	Yes	Nil
Jyoti Rathi 52 Years	Independent Woman Director	0	1	5	Yes	Nil
Shankar Rathi*	Independent Director	0	2	-	-	Nil

*appointed w.e.f. 4.09.2020.

Notes:

- (1) Disclosure of Chairmanship & Membership includes membership of Audit and Stakeholder Relationship Committees in other Public Limited Companies.
- (2) Other directorships do not include alternate directorship, directorship of Private Limited Companies, Section 8 Companies of the Companies Act, 2013 and Foreign Companies.

- (3) None of the Directors of Board is a member of more than ten Committees and no Director is Chairman of more than five committees across all the Public companies in which they are Director. The necessary disclosures regarding Committee positions have been made by all the Directors.
- (4) None of the Independent Director of the Company is holding position of Independent Director in more than 7 Listed Company. Further, none of the Director of the Company serving as a Whole-Time Director in any Listed Company and is holding position of Independent Director in more than 3 Listed Company.
- (5) None of the Non-executive Directors has any pecuniary relationship. The details of sitting fees, commission and remuneration paid to each director appear later under the disclosure relating to Remuneration to Directors.

Details of the Directors seeking appointment / re-appointment in forthcoming Annual General Meeting

The information as required by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to appointment / reappointment of Directors of the Company are given in the Annexure of the Notice of the Annual General Meeting.

Board and Committee Meetings and Procedures

The Board of Directors is the apex body constituted by shareholders for overseeing the Company's overall functioning. The Board provides and evaluates the Company's strategic direction, management policies and their effectiveness, and ensures that shareholders' long-term interests are being served. The meetings of Board of Directors were held at the Registered Office of the Company.

The functions performed by the Board include review of Minutes of Audit Committee Meetings and other Committees of the Board, adoption of financial results of the Company and review of Company's Operation & Performance. The Board meets at least once a quarter to review the quarterly performance and financial results of the Company. The maximum interval between any two meetings did not exceed 120 days. The Board notes compliance reports of all laws applicable to the Company, every quarter.

The Chairman of the Board and Company Secretary, in consultation with other concerned members of the senior management, finalise the agenda for Board / Committee meetings.

The agenda and notes on agenda are circulated to Directors in advance, and in the defined agenda format. All material information is incorporated in the agenda for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the agenda, it is tabled before the meeting with specific reference to this effect in the agenda.

The Company Secretary records minutes of proceedings of each Board and Committee meeting. Draft minutes are circulated to Board / Committee members for their comments as prescribed under Secretarial Standard-1. The minutes are entered in the Minutes Book within 30 days from the conclusion of the meeting.

The guidelines for Board / Committee meetings facilitate an effective post meeting follow-up, review and reporting process for decisions taken by the Board and Committees thereof.

Important decisions taken at Board / Committee meetings are communicated promptly to the concerned departments / divisions. Action taken report on decisions / minutes of the previous meeting(s) is placed at the succeeding meeting of the Board / Committees for noting.

Compliance

The Company Secretary, while preparing the agenda, notes on agenda and minutes of the meeting(s), is responsible for and is required to ensure adherence to all applicable laws and regulations, including the Companies Act, 2013 read with rules issued thereunder, Listing Regulations and Secretarial Standards issued by the Institute of Company Secretaries of India.

Number of Board Meetings

Nine Board meetings were held during the financial year 2019-20, as against the minimum requirement of four meetings. The details of Board meetings held are given below:

Sr. No.	Date of meeting	Board Strength	No. of Directors present
1.	May 30, 2019	4	4
2.	June 06, 2019	4	4
3.	August 14, 2019	4	4
4.	November 14, 2019	4	4
5.	February 14, 2020	4	4

Meeting of Independent Directors

The Company's independent directors meet at least once in a financial year without the presence of executive directors and management personnel to review the performance of Non-Independent Directors and Board as whole. 1 (one) such meeting was held on January 16, 2020.

Committees of the Board

The Company's guidelines relating to Board meetings are applicable to Committee meetings. Each Committee has the authority to engage outside experts, advisors and counsels to the extent it considers appropriate to assist in its function. Minutes of proceedings of Committee meetings are circulated to the respective committee members and placed before Board meetings for noting.

In conformity to the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Companies Act, 2013, the composition of these committees of Board are constituted and reconstituted.

During the period under Reporting, the composition of these Committees was as under:

Name of members	Audit Committee	Stakeholders' Relationship Committee	Nomination & Remuneration Committee
Prakash Laddha	Yes	No	Yes
Vishal Ahuja	Yes	Yes	Yes
Jyoti Rathi	Yes	Yes	Yes
Prafulla Bhat	No	Yes	No

The Company has devised the Policy on Familiarization Programme for Independent Director and the same is available on the website of the Company www.prakashconstro.com.

(3) AUDIT COMMITTEE OF BOARD

In Conformity with the requirements of Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013, as applicable, the strength of the Board as also of the Audit Committee is adequate. All the recommendations of the Audit Committee were accepted by the Board during the year.

Broad Terms of Reference of the Audit Committee

The Audit Committee of the Company comprises of Mr. Vishal Ahuja (Chairman), Mr. Prakash Laddha and Ms. Jyoti Rathi as other members of the Committee. The Company Secretary acts as the Secretary to the Audit Committee.

The terms of reference of Audit Committee of the Company are in accordance with Section 177 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 inter-alia, include the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommending to the Board the appointment, re-appointment and, if required, the replacement or removal of the statutory auditors and the fixation of audit fees and confirm their independence.
3. Approval of payment to statutory auditors for any other services rendered, if authorised by the Board.
4. Review with the management, the quarterly financial statements before submission to the Board for approval and secure the Certificate from Managing Director and CFO in terms of the requirements under the Listing Regulations.
5. Evaluate internal financial controls and risk management systems.
6. Review with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
7. Any other terms of reference as may be included from time to time in the Listing Regulations.

During the Year 2019-20, the Audit Committee met five(5) times on May 28, 2018, August 13, 2018, November 14, 2018, February 2, 2019 and February 13, 2019. Attendance of the Members in the Audit Committee Meetings:

Name of members	Designation	No. of meeting held	No. of meeting attended
Vishal Ahuja**	Chairman	4	4
Prakash Laddha	Member	4	4
Prashant Gadkari*	Member	1	1
Jyoti Rathi*	Member	3	3
Shankar Rathi**	Chairman	-	-

*Mr. Prashant Gadkari resigned w.e.f. July 11, 2019 and Ms. Jyoti Rathi appointed w.e.f. July 11, 2019. **Mr. Vishal Ahuja resigned w.e.f. 04.09.2020 and Mr. Shankar Rathi was appointed w.e.f. 04.09.2020.

(4) NOMINATION & REMUNERATION COMMITTEE OF BOARD

Mr. Vishal Ahuja chairs the Nomination and Remuneration Committee of Board of the Company. The other members are Mr. Prakash Laddha and Ms. Jyoti Rathi. All members of the Nomination and Remuneration Committee are Non-Executive Director and fifty percent of the directors are independent directors; hence the necessary compliance is ensured.

Broad Terms of Reference of the Nomination & Remuneration Committee

The terms of reference of Nomination & Remuneration Committee of the Company are in accordance with Section 178 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Nomination & Remuneration Committee, inter-alia:

- (1) formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- (2) formulation of criteria for evaluation of performance of independent directors and the board of directors;
- (3) devising a policy on diversity of board of directors;
- (4) identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;
- (5) whether to extend or continue the term of appointment of the independent director, based on the report of performance evaluation of independent directors.

During the Year 2019-20, the Nomination & Remuneration Committee met two (2) times on June 06, 2019 and August 14, 2019. Attendance of the Members in the Nomination & Remuneration Committee Meetings:

Name of members	Designation	No. of meeting held	No. of meeting attended
Vishal Ahuja**	Chairman	2	2
Prashant Gadkari*	Member	1	1
Jyoti Rathi	Member	1	1
Prakash Laddha*	Member	2	2
Shankar Rathi**	Chairman	-	-

*Mr. Prashant Gadkari resigned w.e.f. July 11, 2019 and Mr. Prakash Laddha appointed w.e.f. July 11, 2019.

**Mr. Vishal Ahuja resigned w.e.f. 04.09.2020 and Mr. Shankar Rathi was appointed w.e.f. 04.09.2020

Performance Evaluation Criteria for Directors

The Nomination and Remuneration Committee has devised criteria for evaluation of the performance of the Directors including Independent Directors. The said criteria provide certain parameters like attendance, acquaintance with business, communicating inter se board members, effective participation, domain knowledge, compliance with code of conduct, vision and strategy, benchmarks established by global peers etc., which is in compliance with applicable laws, regulations and guidelines.

Sitting Fees

The Company paid Rs. 2000/- as sitting fees to Non- Executive Directors for attending each Board Meeting and Committee Meeting.

Remuneration Policy

The Company has adopted and implemented the Nomination and Remuneration Policy devised in accordance with Section 178(3) and (4) of the Companies Act, 2013 which is available on the website of the Company accessed at www.prakashconstro.com.

The remuneration payable to Directors, Key Managerial Personnel and Senior Management Person will involve a balance between fixed and incentive pay reflecting short term and long-term performance objectives appropriate to the working of the Company and support in the achievement of Corporate Goals.

As a gesture of their commitment to the company Managing Director has forgone their remuneration till such time the performance of the Company improves and is able to pay remuneration to the Executive Directors.

(5) STAKEHOLDERS' RELATIONSHIP COMMITTEE OF BOARD

Mr. Vishal Ahuja chairs the Stakeholders' Relationship Committee of Board (SRC). The other members are Mr. Prafulla Bhat and Ms. Jyoti Rathi.

The Committee considers and resolves the grievances of the security holders of the Company including complaints received from shareholders / investors with respect to transfer of shares, non-receipt of declared dividends, non-receipt of Annual Reports, etc.

During the Year 2019-20, the Stakeholders' Relationship Committee meet once on February 14, 2020.

Attendance of the Members in the Stakeholders' Relationship Committee Meetings:

Name of members	Designation	No. of meeting held	No. of meeting attended
Vishal Ahuja**	Chairman	1	1
Prafulla Bhat	Member	1	1
Jyoti Rathi*	Member	1	1
Shankar Rathi**	Chairman	-	-

*Ms. Jyoti Rathi appointed w.e.f. April 1, 2019. **Vishal Ahuja resigned w.e.f. 04.09.2020 and Shankar Rathi was appointed on same day.

Details of Investors/Shareholders Complaint received during the financial year 2019-20:

Complaints received	Complaints disposed	Complaints Pending
0	0	0

No instruments of transfer were pending as on March 31, 2020.

(6) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR)

a. Composition:

The company has CSR Committee comprising of Mr. Vishal Ahuja as Chairman and Mr. Prakash Laddha and Mr. Prafulla Bhat, as members of the committee.

b. Terms of reference:

The company formulates a policy for spending amount allocated for the purpose of CSR activities.

c. Meeting and attendance:

During the year under review, the Corporate Social Responsibility Committee met one time on November 14, 2019.

(7) RISK MANAGEMENT COMMITTEE

a. Composition:

The Risk Management Committee consists of three Directors, Mr. Vishal Ahuja as Chairman, Mr. Prakash Laddha and Ms. Jyoti Rathi as members.

b. Terms of Reference:

Business Risk Evaluation and Management is an ongoing process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risks as also identify business opportunities.

c. Meetings and Attendance:

During the year under review, the Committee met one time on November 14, 2019.

(8) GENERAL BODY MEETINGS

Annual General Meetings

For last 3 years, the AGM of the Company was held at the places mentioned below:

The date and time of Annual General Meetings held during last three years, and the special resolution(s) passed thereat, are as follows:

Year	Date	Time	Venue	Special Resolution passed
2018-19	September 30, 2019	10.0 a.m.	The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik	No Special Resolution Passed
2017-18	September 29, 2018	01:00 p.m.	3 rd Floor, Pinnacle Mall, Trimbak Naka, Nashik 422002	No Special Resolution Passed
2016-17	September 29, 2017	01:00 p.m.	Country Club, 723/ A, Prathemesh Complex, Veera Desai Road Extn., Andheri West, Mumbai 400053	No Special Resolution Passed

Extraordinary General Meeting (EGM)

No Extraordinary General Meeting was held during the period under reference.

Postal Ballot

For the year ended March 31, 2020 following resolutions were passed by the Company's Shareholders through postal ballot:

1. Notice was approved in Board Meeting dated February 14, 2020. The dispatch of Notice was completed on February 19, 2020 and Voting period commenced on February 20, 2020 and ended on March 19, 2020. Results were declared on March 20, 2020. Ms. Dhvani Rana, Company Secretary acted as Scrutinizer for the Postal Ballot.

Particulars	Total Shareholding	Voting Particulars			Result
		Favour	Against	Invalid	
Ratification of Remuneration of Cost Auditor	125678260	34669959	7383	0	Passed

Subsidiary Companies

The Company has two subsidiary companies as on March 31, 2020. A statement containing brief financial details of the subsidiaries is included in the Annual Report. The Company has formulated a policy for determining material subsidiaries and the Policy is disclosed on the Company's website www.prakashconstro.com.

As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a consolidated financial statement of the Company and its subsidiary is attached. The consolidated financial statements have been prepared in accordance with the relevant accounting standards as prescribed under Section 129 (3) of the Act. These financial statements disclose the assets, liabilities, income, expenses and other details of the Company and its subsidiary.

(9) MEANS OF COMMUNICATION

Quarterly results

The Company's Quarterly / Half-Yearly / Annual Financial Results were submitted to the Stock Exchanges immediately after the conclusion of the Board meetings and were also published in two newspapers namely, in Free Press Journal (English) and Navshakti (Marathi). The Company regularly puts latest information and financial data on the website of the Company and can be accessed at http://www.prakashconstro.com/investor_relation.html.

Website

The Company's website (www.prakashconstro.com) contains a separate dedicated section 'Investors Relations' where shareholders' information is available.

Annual Report

The Annual Report containing, inter alia, Audited Financial Statements, Board's Report, Auditors' Report and other important information is circulated to members and others entitled thereto. The Management's Discussion and Analysis Report forms a part of the Annual Report. The Company's

Annual Report is also available in downloadable form on the Company's website and can be accessed at http://www.prakashconstro.com/investor_relation.html.

SEBI Complaints Redress System (SCORES)

SEBI administers a centralised web-based complaints redress system (SCORES). It enables investors to lodge and follow up complaints and track the status of redressal online on the website www.scores.gov.in. It also enables the market intermediaries and listed companies to receive the complaints from investors against them, redress such complaints and report redressal. All the activities starting from lodging of a complaint till its disposal are carried online in an automated environment and the status of every complaint can be viewed online at any time. The Company has registered itself on SCORES and endeavours to resolve all investor complaints received through SCORES. During the year, no investor complaint received by the Company through SCORES.

(10) GENERAL SHAREHOLDER INFORMATION

Company Registration Details

The Company is registered in the State of Maharashtra, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L45200MH1996PLC095941.

Annual General Meeting

Day & Date : Wednesday, September 30, 2020
Time : 03:00 p.m.
Venue : The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik 422002
Book Closure : September 26, 2020 to September 30, 2020 (both days inclusive)

Financial year

Starting on 1st April and ending on 31st March every year.

Financial Calendar (Tentative)

Financial Reporting for the Quarter ended June 30, 2019	:	Within 45 days from end of quarter
Financial Reporting for the Quarter ended September 30, 2019	:	Within 45 days from end of quarter
Financial Reporting for the Quarter ended December 31, 2019	:	Within 45 days from end of quarter
Financial Reporting for the Quarter and year ended March 31, 2020	:	Within 60 days from end of quarter and year

Listing on Stock Exchange

Name of the Stock Exchange

BSE Limited

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001
Tel.: +91 22-22721233/4 Fax: +91 22-22721919

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051
Tel No: (022) 26598100
Fax No: (022) 26598120

Stock Code of the Company

ISIN : INE023M01027
Security Code : 533605
Symbol : SETUINFRA
Scrip name : Setubandhan Infrastructure Limited

Payment of Listing Fees

Equity Shares of the Company as on the date are listed on the BSE Limited and National Stock Exchange of India Limited. The Company confirms that it has paid Annual Listing Fee for the Financial Year 2020-21 to the BSE Limited and National Stock Exchange of India Limited.

MARKET INFORMATION

Month & Year	National Stock Exchange of India Limited			BSE Limited		
	High Price	Low Price	Volume	High Price	Low Price	Volume
April 2019	4.26	3.30		4.00	3.26	
May 2019	4.05	3.10		4.02	3.25	
June 2019	3.50	3.00		3.34	3.00	
July 2019	3.80	2.10		3.81	2.12	
August 2019	2.35	1.20		2.31	1.14	
September 2019	1.85	1.05		2.02	1.03	
October 2019	1.95	1.35		2.07	1.33	
November 2019	1.50	1.20		1.50	1.16	
December 2019	1.25	0.70		1.30	0.79	
January 2020	1.15	0.65		1.13	0.76	
February 2020	1.00	0.70		0.94	0.75	
March 2020	0.75	0.35		0.74	0.41	

REGISTRAR AND SHARE TRANSFER AGENT**Bigshare Services Private Limited**

1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol,
Andheri East, Mumbai - 400 059.

Phone: +91 22 62638200 | E-mail: sandeep@bigshareonline.com

Distribution of Shareholding as on March 31, 2020

Range (No. of Shares)	No. of Shareholders	% of Shareholders	Total Shares in the range	% of Shares
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Up to 500	11954	81.89	13929461	11.08
501 to 1000	1165	7.98	9150989	7.28
1001 to 2000	686	4.70	10284052	8.18
2001 to 3000	287	1.97	7215909	5.74
3001 to 4000	123	0.84	4299253	3.42
4001 to 5000	100	0.68	4607132	3.67
5001 to 10000	166	1.14	12093340	9.62
10001 and Above	117	0.80	64098124	51.00
TOTAL	14598	100.00	125678260	100.00

Categories of equity shareholders as on March 31, 2020

Category	Number of equity shares held	Percentage of holding (%)
Promoters	34458803	27.42
Bodies Corporate	6025868	4.79
Public	77154168	61.39
Trusts	300	0.00
Cleaning Members	2521168	2.01
NRIs	4769748	3.80
Partnership Firm	246	0.00
Foreign Portfolio Investro (Individual)	747959	0.60
Total	125678260	100.00

Top ten equity shareholders of the Company as on March 31, 2020

Sr. No.	Name of Shareholder	No. of Equity Shares held	% of holding
1.	ROSE VALLEY MERCHANDISE PVT. LTD.	2587640	2.06
2.	JM FINANCIAL SERVICES LIMITED	1971920	1.57
3.	NIMISH TALSANIA	1001000	0.80
4.	GRISHMA SECURITIES PVT LTD	845210	0.67
5.	JOHN ANDRADE	783600	0.62
6.	BENJAMIN JOHN PAULEY	747959	0.60
7.	ANSH INFRA TECH PRIVATE LIMITED	720000	0.57
8.	ABHINAV VASISHT .	668832	0.53
9.	ANAND VARDHAN GUPTA	639158	0.51
10.	SURENDRA KUMAR AGARWAL	614978	0.49

Investor Grievance and Share Transfer System

We have a Board-level stakeholders relationship committee to examine and redress complaints by shareholders and investors. The status of complaints and share transfers is reported to the entire Board. The details of shares transferred, and the nature of complaints are provided in the Shareholder information section of the Annual Report. For shares transferred in physical form, the Company provides adequate notice to the seller before registering the transfer of shares.

The Stakeholder's Relationship Committee meets as often as required to resolve shareholder grievances. For matters regarding shares transferred in physical form, share certificates, dividends, and change of address, shareholders should communicate with Bigshare Services Private Limited, Registrar and Share Transfer Agent. Their address is published in the Shareholder information section of this Annual Report.

Share transactions are simpler and faster in electronic form. After a confirmation of a sale / purchase transaction from the broker, shareholders should approach the depository participant with a request to debit or credit the account for the transaction. The depository participant will immediately arrange to complete the transaction by updating the account. There is no need for a separate communication to the Company to register the transfer.

SEBI, effective April 01, 2019, barred physical transfer of shares of listed companies and mandated transfers only through demat. However, investors are not barred from holding shares in physical form.

The Company has obtained half yearly certificates from Company Secretary in Practice for compliance of share transfer formalities as per the requirement of Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has also carried out Secretarial Audit for the reconciliation of Share Capital on quarterly basis, the total admitted capital with NSDL and CDSL, and the total issued and listed capital. The audit has confirmed that the total issued / paid-up capital is in agreement with the aggregate total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

Dematerialization of Shares and Liquidity

The Company's shares are compulsorily traded in dematerialized mode. As on March 31, 2019, 100% shares were held in dematerialized form and balance 0.00 % shares were held in physical form. Those shareholders whose shares are held in physical form are requested to dematerialise the same at the earliest in their own interest. The demat security code (ISIN) for the equity shares is INE023M01027.

Change in Shareholders Details

In case you are holding your shares in dematerialized form (e.g. in electronic mode), communication regarding change in address, bank account details, change in nomination, dematerialisation of your share certificates or other inquiries should be addressed to your DP where you have opened your Demat Account, quoting your client ID number. In case of physical holding of shares, any communication for change of any details should be addressed to Registrar & Share Transfer Agent of the Company Bigshare Services Private Limited, as per address mentioned above.

Nomination Facility

It is in the interest of the shareholders to appoint nominee for their investments in the Company. Those members, who are holding shares in physical mode and have not appointed nominee or want to change the nomination, are requested to send us nomination form duly filed in and signed by all the joint holders.

Outstanding GDRS / ADRS / Warrants / Any Other Convertible Instruments

The Company does not have any outstanding instruments of the captioned type.

Proceeds from Public Issue / Rights Issue / Preferential Issue / Warrant Conversion

During the year, the Company has not raised any fund through Public Issue / Rights Issue / Preferential Issue / Warrant Conversion.

Details of Unpaid Dividend

The company does not have any unpaid dividend amount.

Address for Correspondence:**Setubandhan Infrastructure Limited**

The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik 422002

Tel No 0253-2315269 | Email:compliance@prakashconstro.com

Website: www.prakashconstro.com | CIN: L45200MH1996PLC095941

(11) OTHER DISCLOSURES**Related Party Transaction**

The Company has no materially significant related party transactions with related parties during the financial year which conflicted with the interest of the Company. All Related Party Transactions during the year have been disclosed in notes on financial statements as per the requirement of "Ind AS 24 - Related Party Disclosure issued by Institute of Chartered Accountants of India (ICAI)".

All the transactions entered into with Related Parties as defined under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year were in the Ordinary Course of business and on arms-length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. Prior approval of the Audit Committee is obtained for all Related Party Transactions.

The Board has approved a policy for related party transactions which is available on the website of the Company at <http://www.prakashconstro.com/pdf/PCL%20-%20RPT%20Policy.pdf>

Business risk evaluation and management is an ongoing process within the Organization. During the period under review, a detailed exercise on the Business Risk Management was carried out covering all aspects of business operations.

Whistle Blower Policy

The Company has implemented a Whistle Blower Policy covering the employees. The Policy enables the employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of the Company's code of Conduct. Employees can lodge their Complaints through anonymous e-mails besides usual means of communications like written complaints. The Whistle Blower Policy as approved by the Board is available on the website of the Company at http://www.prakashconstro.com/pdf/VIGIL_MECHANISM.pdf.

Risk Management

The Company has framed a formal Risk Management Framework for risk assessment and risk minimization to ensure smooth operation and effective management control. The Audit Committee has to review the adequacy of the risk management framework of the Company, the key risks associated with the business and to measure the steps to minimize the same.

Code of Conduct for Prohibition of Insider Trading

With a view to regulate trading in securities by the directors and designated employees, the Company has adopted a Code of Conduct for Prohibition of Insider Trading.

Prevention of Sexual Harassment of Women at Workplace

There were no incidences of sexual harassment reported during the year under review, in terms of the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules made thereunder.

CEO and CFO Certification

Chief Executive Officer and Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on August 14, 2019 in the company there are no CEO and CFO, therefore Directors of the Company given the annual certificate and is published in this Report.

Compliance Certificate from the Practicing Company Secretary

As required by Schedule V (E) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the certificate on Corporate Governance is annexed to this report.

Certificate from the Practicing Company Secretary for the disqualification of the Directors

A Certificate received from Jagruti Bedmutha, Practicing Company Secretary, Nashik 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.

Adoption of Mandatory and Non-Mandatory requirements

The Company has complied with all mandatory requirements of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has adopted following nonmandatory requirements of Regulation 27 and Regulation 34 of the Listing Regulations.

The Board

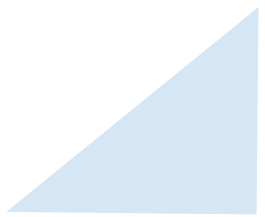

The Company has an Executive Chairman and hence, the need for implementing this non-mandatory requirement does not arise.

Shareholders Right

The Quarterly, Half-yearly and Annual Financial Results of the Company are published in newspapers and posted on Company's website www.prakashconstro.com. The same are also available on the site of the stock exchanges (BSE Limited and National Stock Exchange of India Limited) where the shares of the Company are listed.

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

*(Pursuant to Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015 and the Companies Act, 2013)*



This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director and Executive Directors. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has in respect of the year ended March 31, 2020, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

Sd/-

Prakash Laddha

Director

Nashik, 04.09.2020

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

(Pursuant to Schedule V (E) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
Setubandhan Infrastructure Limited

We have examined the compliance of conditions of Corporate Governance by Setubandhan Infrastructure Limited ('the Company') for the Financial Year ended **March 31, 2020** as per Regulation 17 to 27, clause (b) to (i) of Regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulations').

The compliance of the conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of 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 purpose of providing reasonable assurance on the 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 Company Secretary of India (the ICSI).

Opinion

To the best of our information and according to the explanations given to us by company officials, we hereby certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 17 to 27, clause (b) to (i) of Regulation 46(2) and paragraphs C and D of Schedule V 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 GAG Associates
Chartered Accountants
FRN:009758C

Sd/-
Sahaj Arora
M. No.429634

CEO / CFO CERTIFICATION

(Pursuant to Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

**To,
The Board of Directors,
Setubandhan Infrastructure Limited**

1. We have reviewed the Financial Statements and Cash Flow Statement of Setubandhan Infrastructure Limited for the year ended March 31, 2020 and that to the best of our knowledge and belief:
 - a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b. 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.
2. We also certify that based on our knowledge and information provided to us, there are no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's Code of Conduct.
3. We accept responsibilities for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or propose to take to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee that:
 - a. there are no significant changes in internal control over financial reporting during the year;
 - b. there are no significant changes in accounting policies during the year; and
 - c. there are no instances of significant fraud of which we have become aware.

Date : 04.09.2020
Place : Nashik

Sd/-
Prakash Laddha
Director & Chief Financial Officer

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

Industry Overview

Infrastructure sector is a key driver for the Indian economy. The sector is highly responsible for propelling India's overall development and enjoys intense focus from Government for initiating policies that would ensure time-bound creation of world class infrastructure in the country.

Increased impetus to develop infrastructure in the country is attracting both domestic and international players. Private sector is emerging as a key player across various infrastructure segments, ranging from roads and communications to power and airports.

In the prevailing scenario, infrastructure remains a top priority for addressing developmental gaps as it is considered omnipotent with potentials of lifting economies out of the financial turmoil.

Covid-19 Impact

The construction industry has come to a standstill due to the pandemic coronavirus impact. It is estimated that most of the construction sites are running at 50% of their run rate. This is because the fear of infection is keeping the workers' attendance at less than 70%. As per the industry body, at present, there are close to 20,000 ongoing construction projects at the pan India level. These engage a workforce of around 8.5 million only in construction work. Some of these projects are delayed while others are cancelled owing to COVID-19. Besides, there are supply chain bottlenecks that result in reduced or no supply of equipment and materials including structural steel and glass from Asia.

To deal with the impact of COVID-19, the Finance Minister has announced some relief measures. The state governments are directed to use Rs. 31,000 crore welfare fund towards helping labourers in the construction industry

The growth rate of construction industry across India was estimated to be 5.65 percent from fiscal year 2015 to 2020, up from about 2.95 percent from fiscal year 2010 to fiscal year 2015. In January 2019, India's construction sector had a contribution of over 2.7 trillion Indian rupees to the country's GDP. This was an all-time high contribution recorded through the sector. In 2019, railway sector in the nation received the highest ever budgetary allocation.

Risks Management: Company Outlook

Easier entry routes into construction industry are paving way for many new and young players in the industry. Urbanization and industrialization have formed a basis for high demands of infrastructural facilities. In such a demanding scenario, construction companies are facing problems of delayed statutory clearances, costly construction material, and inadequate financing options, and competition from new and young players, who because of inexperience tend to quote unreasonably and unworkably low prices, resulting in loss of project for us, and financial loss for them. Apart from above mentioned risk factors, volatility of Indian economy, changes in regulatory framework and demand patterns are also influential risk factors.

The Board and the Audit Committee provides oversight and review the risk management policy periodically. Your company putting place the risk management framework, which helps to identify various risks cutting across its business lines. The risks are identified and are discussed by the representatives from various functions.

Our governance and compliance processes, which include the review of internal control over financial reporting ensure that all the assets of the Company are insured, safeguarded and protected against any loss and that all the transactions are properly authorized, recorded and reported. It also conducts regular internal audits to test compliance with the statutory requirements.

Internal control systems and their adequacy

The Company has a proper and adequate system of internal financial controls, commensurate with its size and business operation. 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

Consolidated

During the year under review, the Company recorded consolidated total revenue of Rs. 25833.90 lakhs as compared to Rs. 28390.76 lakhs for the previous year and Profit before Tax stood at Rs. 6.68 lakhs for the year under review as compared to Rs. 1032.01 lakhs for the previous year.

Standalone

During the year under review, the Company recorded total revenue of Rs. 25833.90 lakhs as compared to Rs. 28390.76 lakhs for the previous year and Profit before Tax stood at Rs. 7.00 lakhs for the year under review as compared to Rs. 1032.22 lakhs for the previous year.

Material developments in Human Resources / Industrial Relations front, including number of people employed

The company recognizes the importance of human value and ensures that proper encouragement both moral and financial is extended to employees to motivate them. The company enjoyed excellent relationship with workers and staff during the last year.

Cautionary Statement

Statements in the Management Discussion and Analysis describing the PCL's objectives, projections, estimates, expectations may be forward-looking statements. Actual results may differ materially from those expressed or implied. Important factors that could make difference to the PCL's operations include economic conditions in which the PCL operates, change in government regulations, tax laws, statutes and other incidental factors.

Independent Auditor's Report

**To the Members of
M/s. SETUBANDHAN INFRASTRUCTURE LIMITED
(Formerly Known as Prakash Constrowell Limited)**

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of M/s. SETUBANDHAN INFRASTRUCTURE LIMITED (Formerly Known as Prakash Constrowell Limited) which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Statement of Other Comprehensive Income) Statement of changes in equity and Statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS 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 Companies (Indian Accounting Standard Rules, 2015, as amended, ('Ind AS')) and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2020, and its profit, total comprehensive income, its cash flows and changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

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.

Sr. No.	Key Audit Matter	Auditor's Response
1	<p><i>Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115 "Revenue from Contracts with Customers" (new revenue accounting standard)</i></p> <p>The application of the new revenue accounting standard involves certain key judgements relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognised overall period. Additionally, new revenue accounting Standard contains disclosures which involves collation of information in respect of disaggregated revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date.</p>	<p><u><i>Principal Audit Procedures</i></u></p> <p>We assessed the Company's process to identify the impact of adoption of the new revenue accounting standard. 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 internal controls relating to implementation of the new revenue accounting standard. • Selected a sample of continuing and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. We carried out a combination of procedures involving enquiry and observation, re-performance and inspection of evidence in respect of operation of these controls. • Tested the relevant information technology systems' access and change management controls relating to contracts and related information used in recording and disclosing revenue in accordance with the new revenue accounting standard. • Selected a sample of continuing and new contracts and performed the following procedures: <ul style="list-style-type: none"> • Read, analyzed and identified the distinct performance obligations in these contracts. • Compared these performance obligations with that identified and recorded by the Group. • Considered the terms of the contracts to determine the transaction price including any variable consideration to verify the transaction price used to compute revenue and to test the basis of estimation of the variable consideration. • Samples in respect of revenue recorded for time and material contracts were tested using a combination of approved time sheets including customer acceptances, subsequent invoicing and historical trend of collections and disputes. • In respect of samples relating to fixed price contracts, progress towards satisfaction of performance obligation used to compute recorded revenue was verified with actual and estimated efforts from the time recording and budgeting systems. We also tested the access and change management controls relating to these systems.

		<ul style="list-style-type: none"> • Sample of revenues disaggregated by type and service offerings was tested with the performance obligations specified in the underlying contracts. • Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings. • We reviewed the collation of information and the logic of the report generated from the budgeting system used to prepare the disclosure relating to the periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date.
2	<p><i>Accuracy of revenues and onerous obligations in respect of fixed price contracts involves critical estimates</i></p> <p><i>Estimated effort is a critical estimate to determine revenues and liability for onerous obligations. This estimate has a high inherent uncertainty as it requires consideration of progress of the contract, efforts incurred till date and efforts required to complete the remaining contract performance obligations.</i></p>	<p><u>Principal Audit Procedures</u></p> <p>Our audit approach was a combination of test of internal controls and substantive procedures which included the following:</p> <ul style="list-style-type: none"> • Evaluated the design of internal controls relating to recording of efforts incurred and estimation of efforts required to complete the performance obligations. • Tested the access and application controls pertaining to time recording, allocation and budgeting systems which prevents unauthorized changes to recording of efforts incurred. • Selected a sample of contracts and through inspection of evidence of performance of these controls, tested the operating effectiveness of the internal controls relating to efforts incurred and estimated. • Selected a sample of contracts and performed a retrospective review of efforts incurred with estimated efforts to identify significant variations and verify whether those variations have been considered in estimating the remaining efforts to complete the contract. • Reviewed a sample of contracts with unbilled revenues to identify possible delays in achieving milestones, which require change in estimated efforts to complete the remaining performance obligations. <p>Performed analytical procedures and test of details for reasonableness of incurred and estimated efforts.</p>
3	<p><i>Evaluation of uncertain tax positions</i></p> <p>The Group has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p>	<p><u>Principal Audit Procedures</u></p> <p>Obtained details of completed tax assessments and demands for the year ended March 31, 2020 from management. We involved our internal experts to challenge the management's underlying assumptions in estimating the tax provision and the possible outcome of the disputes. Our internal experts also considered legal precedence and other rulings in evaluating management's position on these uncertain tax positions. Additionally, we considered the effect of new information in respect of uncertain tax positions as at April 1, 2019 to evaluate whether any change was required to management's position on these uncertainties.</p>

4	<p><i>Recoverability off direct tax receivables</i></p> <p>As at March 31, 2020, non-current assets in respect of withholding tax recoverable amounting to ₹ 39.98 Lakhs which are pending adjudication.</p>	<p><u>Principal Audit Procedures</u></p> <p>We have involved our internal experts to review the nature of the amounts recoverable, the sustainability and the likelihood of recoverability upon final resolution.</p>

Information other than the Financial Statements and Auditor report thereon.

1. 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, Board's report including Annexures to Board's report but does not include the standalone financial statements and our auditor's report thereon.
2. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
3. 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.
4. If, based on the work we have performed, we conclude that there is material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act, and Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting

frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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.

Auditor's Responsibilities for the Audit of the 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 standalone 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.
- 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 ability of the Group 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 standalone 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 Group 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 standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the standalone financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the standalone financial statements.

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 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 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 Companies Act, 2013, we give in the Annexure A statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

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

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive income and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid Standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e. On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 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 Company's internal financial controls over financial reporting; and

g. 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:

1. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 29(A) of the Standalone financial statement.

2. The Company does not have any long-term Contract. The Company was not required to make any provisions for material foreseeable losses.

3. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year.

Associates

Accountants

Place: Ujjain

Date: 29.07.2020

20429634AAAAAE2647

For G A G And

Chartered

FRN: 009758C

Sd/-

CA Sahaj Arora
(Partner)

M. No. 429634

UDIN:

Annexure - A to the Auditors' Report

The Annexure referred to in our Independent Auditor's Report to the members of Setubandhan Infrastructure Limited on standalone Ind-AS financial statements for the year Ended on 31/03/2020. We report that:

1) In respect of fixed assets:

(a) The Company is maintaining proper record to show full particulars including, quantitative details and situation of all property, plant and equipment assets on the basis of available information.

(b) We are informed that the company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to size of the Company and the nature of its assets.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

2) In respect of its inventories:

(a) As explained to us, inventories i.e. WIP of construction activity have been physically verified by the management at reasonable intervals during the year other than loose tools, machinery spares and inventory sold to customers for which delivery is yet to be made. In our opinion, the frequency of such verification is reasonable.

(b) As per the information given to us, the procedures of physical verification of inventory followed by the management are, in our opinion, reasonable and adequate in relation to the size of the company and the nature of its business.

(c) The company is maintaining proper records of inventory. The discrepancies noted on physical verification of inventories as compared to books records were not material and have been properly dealt with in books of accounts.

3) According to the information and explanation given to us, The Company has not granted any loans to the companies, firms and other parties covered in register maintained

under section 189 of the companies act, 2013. Accordingly, paragraph 3(iii) of the order is not applicable.

- 4) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made.
- 5) According to the information and explanation given to us, the Company has not accepted any deposits from the public and accordingly, paragraph 3(v) of the Order is not applicable.
- 6) We have broadly reviewed the books of account and record maintained by the Company pursuant to the rules prescribed by the Central Government for the maintenance of the cost records under section 148(1) of the Companies Act, 2013 in respect of all its construction activities and are of the opinion that prima facie the prescribed accounts and records have been made and maintained. The contents of these accounts and records have not been examined by us.
- 7) (a) According to the information and explanations given to us and the records of the company examined by us, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, employee's state insurance, income tax, service tax, sales tax, tax deducted at source, cess and other material statutory dues applicable to it except as mentioned below:

According to the information and explanations given to us and the records of the company examined by us, TDS amounting to Rs. 39,98,551/- is payable undisputed which were in arrears, as at 31st March 2020 for a period of more than six months from the date they become payable.

- (b) According to the information and explanations given to us the following dues of income tax have not been deposited by the Company on account of disputes:

Name of Statue	Nature of Dues	Amount Rs. (Rs. In Lakh)	Period to which amount related	Forum where Dispute is Pending
Income Tax Act 1961	Income tax assessment dues under Section 153A of the act.	35.15	2007-08	Assistant Commissioner of Income Tax (Appeals)
		20.04	2009-10	
		14.11	2010-11	
		345.74	2011-12	
		2774.77	2012-13	
		227.48	2013-14	

*Also employee state insurance corporation matter has been disputed the amount which is not quantified by the management because of extension of ESI Scheme to construction site workers reg. order dated 26th September 2018 which states that Supreme court of India vide its orders dated 06th July 2018 has granted stay for collection of ESIC for construction site workers. The company has deposited Rs 85395/- for further appeal against the notice for non- payment of ESIC.

- 8) According to the records of the company examined by us and information and explanations given to us, the company has defaulted in repayment of dues to any

financial institutions or bank as at the balance sheet date. And Company does not have any loans or borrowings from government or debenture holders during the year. The details of which has been mentioned below:

Nam of bank or Financial Institution	Account number	Type of facility	Outstanding amount as on 31.03.2020
State bank of India	32899386345	CC limit	Rs 6208.54 lakhs
Andhra bank	113931100000423	CC limit	Rs 597.89 lakhs

- 9) The Company did not raise any money by way of initial public offer or future public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.
- 10) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- 11) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid or provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- 12) In our Opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- 13) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- 14) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- 15) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- 16) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

Associates

Accountants

Place: Ujjain

Date: 29.07.2020

20429634AAAAAE2647

For G A G And

Chartered

FRN: 009758C

Sd/-

CA Sahaj Arora
(Partner)

M. No. 429634

UDIN:

Annexure B to Independent Auditors' Report

Referred to in paragraph 2(f) of the Independent Auditors' Report of even date to the members of Setubandhan Infrastructure Limited on the Ind-AS standalone financial statements for the year ended 31 March 2020

Report on the internal financial controls under clause (i) of sub-section 3 of section 143 of the Act

1. We have audited the internal financial controls over financial reporting of Setubandhan Infrastructure Limited (Formerly known as Prakash Constrowell Limited) . ('the Company') as of 31 March 2020 in conjunction with our audit of the Ind-AS standalone financial statements of the Company for the year ended on that date.

Management's responsibility for internal financial controls

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

Auditors' responsibility

3. Our responsibility is to express an opinion on the company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the 'Guidance Note') and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit an internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over

financial reporting was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of internal controls over financial reporting

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

Inherent Limitations of internal financial controls over financial reporting

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

Opinion

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

Associates

Accountants

Place: Ujjain

Date: 29.07.2020

20429634AAAAAE2647

For G A G And

Chartered

FRN: 009758C

Sd/-

CA Sahaj Arora
(Partner)

M. No. 429634

UDIN:

Setubandhan Infrastructure Limited (Formerly known as Prakash Constrowell Limited)
Balance Sheet as at 31 March, 2020

Particulars	Note No.	As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
ASSETS:			
Non Current Assets			
Property, Plant and Equipment	3	3,132.68	1,333.67
Capital Work-In-Progress	3	215.97	118.92
Intangible Assets	3	2.89	3.76
Financial Assets:			
Investments	4	101.74	92.27
Other Financial Assets	5	2,691.00	3,920.16
Deferred Tax Assets (Net)		-	-
Other Non Current Assets	6	3,541.80	115.00
Total Non Current Assets		9,686.09	5,583.77
Current Assets			
Inventories	7	4,971.82	5,418.74
Financial Assets:			
Investments		-	-
Trade Receivables	8	1,339.01	5,749.75
Cash and Cash Equivalents	9	73.31	130.17
Other financial asset	10	43.77	33.07
Current Tax Assets (Net)	11	2,205.46	1,898.53
Other Current Assets	12	618.50	6,754.91
Total Current Assets		9,251.87	19,985.17
TOTAL ASSETS		18,937.96	25,568.95
EQUITY AND LIABILITIES:			
EQUITY			
Equity Share Capital	13	1,256.78	1,256.78
Other Equity	14	6,995.58	11,363.33
Total Equity		8,252.36	12,620.11
LIABILITIES			
Non Current Liabilities			
Financial Liabilities:			
Borrowings	15	-	128.16
Other Financial Liabilities	16	2,493.20	2,283.21
Provisions	17	4.94	42.57
Deferred Tax Liabilities		55.70	30.59
Other Non Current Liabilities	18	69.00	-
Total Non Current Liabilities		2,622.83	2,484.53
Current Liabilities			
Financial Liabilities:			
Borrowings	19	6,806.43	4,069.49
Trade Payables		106.87	4,546.35
Other Financial Liabilities	20	30.00	615.48
Other Current Liabilities	21	1,115.26	1,220.15
Provisions	22	4.21	12.83
Current Tax Liabilities		-	-
Total Current Liabilities		8,062.77	10,464.31

Significant Accounting Policies	1 & 2
Notes to Accounts	29

**As per our report of even date
For GAG & Associates
Chartered Accountants
FRN: 009758C**

**For and on behalf of the Board of Directors of
Setubandhan Infrastructure Limited**

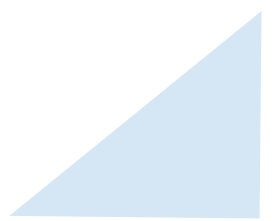
**CA Sahaj Arora
Partner
M. No. : 429634**

**Prakash Laddha
Chairman**

**Jyoti Rathi
Director**

**Place: Nashik
Date: 29.07.2020**

**Alok Singh
Company Secretary**



Setubandhan Infrastructure Limited (Formerly known as Prakash Constrowell Limited)
Statement of Profit and Loss for the year ended 31st March, 2020

Particulars	Note No	For the year ended	For the year ended
		31 March 2020	31 March 2019
		Rs.	Rs.
I. Revenue from operations	23	13,033.59	25,833.90
II. Other income	24	161.86	211.36
III Total Revenue		13,195.44	26,045.26
IV. Expenses:			
Cost of materials \ Construction expenses	25	12,500.84	23,308.08
Change in inventory		446.92	1,364.04
Employee benefit expense	26	65.22	164.42
Finance cost	27	284.33	804.10
Depreciation and amortization expense	3	136.25	196.56
Other expenses	28	4,145.40	201.06
V Total Expenses		17,578.96	26,038.26
VI. Profit before exceptional and extraordinary items and tax (III-V)	(III-V)	(4,383.51)	7.00
VII. Exceptional items		-	-
VIII. Profit Before Tax	(VI-VII)	(4,383.51)	7.00
IX. Tax expense:			
(1) Current tax		-	-
(2) Previous tax		-	-
(3) Deferred tax		25.10	(6.22)
X. Profit(Loss) from the period from continuing operations	(VIII-IX)	(4,408.62)	13.22
XI. Other Comprehensive Income (OCI)			
Remeasurement of post-employment benefit obligations		40.87	(2.65)
XII. Total Comprehensive Income	(X+XI)	(4,367.75)	15.87
XIII. Earning per equity share:			
Basic and Diluted		(3.48)	0.01

As per our report of even date
For GAG & Associates
Chartered Accountants
FRN: 009758C

For and on behalf of the Board of Directors of
Setubandhan Infrastructure Limited

CA Sahaj Arora
Partner
M. No. : 429634

Prakash Laddha
Chairman

Jyoti Rathi
Director

Place: Nashik
Date: 29.07.2020

Alok Singh
Company Secretary

Standalone Statement of changes in equity (SOCIE) for the year ended March 31, 2020

A. Equity Share Capital

Rs. in lakhs

Equity Share of Rs. 1 each issued, subscribed and fully paid	No.	Rs. In Lakhs
Issued and Paid up Capital at April, 1 2019	1,257	1,257
Changes in Equity Share Capital during the year	-	-
Balance at March 31, 2020	1,257	1,257

B. Other Equity

Rs. in lakhs

	Reserves & Surplus		Other Equity	Items of OCI	Total Equity
	General Reserve	Securities Premium	Loss on sale of shares	Remeasurement of Defined Benefit plans	
As at April 01, 2018	5,784.98	5,565.22	0.00	(2.74)	11,347.46
Add: Re-measurement losses on employee defined benefit plans	0.00	0.00	0.00	2.65	2.65
Add: Profit for the year	13.22	0.00	0.00	0.00	13.22
Less: Dividend Paid	0.00	0.00	0.00	0.00	0.00
At March 31, 2019	5,798.20	5,565.22	0.00	(0.09)	11,363.33
Add: Re-measurement losses on employee defined benefit plans	0.00	0.00	0.00	40.87	40.87
Add: Profit for the year	(4,408.62)	0.00	0.00		(4,408.62)
At March 31, 2020	1,389.58	5,565.22	0.00	40.78	6,995.58

See accompanying notes to the financial statements

As per our report of even date

For GAG & Associates
Chartered Accountants
FRN: 009758C

For and on behalf of the Board of Directors of
Prakash Constrowell Limited

CA Sahaj Arora
M. No. : 429634

Prakash Laddha
Chairman

Jyoti Rathi
Director

Place: Nashik
Date: 29.07.2020

Alok Singh
Company Secretary

Setubandhan Infrastructure Limited (Formerly known as Prakash Constrowell Limited)
Cash Flow Statement for the period ended 31st March, 2020

Particulars	For the year ended 31 March, 2020		For the year ended 31 March, 2019	
	Rs.	Rs.	Rs.	Rs.
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit / (Loss) before tax		(4,383.51)		7.00
Adjustments for:				
Depreciation and amortisation	136.25		196.56	
Finance costs	284.33		804.10	
TDS Rectification	-		-	
TDS for the year included in income from operation	(261.46)		(439.35)	
Remeasurement of post-employment benefit obligations	40.87		2.65	
Interest income	(98.15)	101.84	(103.97)	459.98
OPERATING PROFIT / (LOSS) BEFORE WORKING CAPITAL CHANGES		(4,281.68)		466.98
Changes in working capital:				
Adjustments for (increase) / decrease in operating assets:				
Inventories	446.92		1,364.04	
Trade receivables	4,410.74		(372.73)	
Other Financial Assets	(10.70)		1.12	
Current Tax Assets	(45.46)		132.42	
Other Current Assets	6,136.42		(2,166.48)	
Decrease (Increase) in other Non current assets	(2,197.64)	8,740.27	(239.13)	(1,280.75)
Adjustments for increase / (decrease) in operating liabilities:				
Trade payables	(4,439.48)		397.26	
Other Financial Liabilities	(585.48)		(643.84)	
Other Current Liabilities	(104.90)		428.17	
Short-Term Provisions	(8.63)		(22.00)	
Long Term Provisions	(37.63)		(6.60)	
Current Tax Liabilities	-		-	
Increase (Decrease) in other Non current liabilities	279.00	(4,897.12)	414.43	567.42
Net income tax (paid) /Provision/ Refunds		-		-
NET CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES (A)		(438.52)		(246.35)
B. CASH FLOW FROM INVESTING ACTIVITIES				
Expenditure on Property, Plant & Equipment		(2,308.20)		(54.19)
Receipt from sale of Property, Plant & Equipment		276.74		181.10
Purchase of long-term investments				
- Subsidiaries		-		-
- Others		(9.47)		(28.10)
Proceeds on Sale of Long Term Investments				
- Subsidiaries		-		-
- Others		-		-
Proceeds on Sale of Short Term Investments				
Interest received				
- Banks		98.15		103.97
NET CASH FLOW FROM / (USED IN) INVESTING ACTIVITIES (B)		(1,942.77)		202.78
C. CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from Borrowings		2,736.94		704.76
Repayment of Borrowings		(128.16)		(98.29)
Finance cost		(284.33)		(804.10)
NET CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES (C)		2,324.45		(197.62)
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)		(56.85)		(241.19)
Cash and cash equivalents at the beginning of the year		130.17		371.36
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR		73.31		130.17
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR *				
* Comprises:				
(a) Cash on hand		3.52		66.06
(b) Balances with banks				
(i) In current accounts		69.80		64.10
(ii) In deposit accounts				

Note: The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind-AS 7) on "Statement of Cash Flow" as specified in the Companies (Indian Accounting Standard Rules, 2015)

As per our report of even date
For GAG & Associates
Chartered Accountants
FRN: 009758C

For and on behalf of the Board of Directors of
Setubandhan Infrastructure Limited

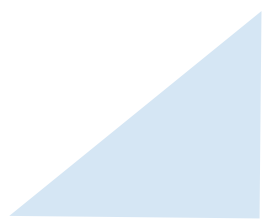
CA Sahaj Arora
Partner
M. No. : 429634

Prakash Laddha
Chairman

Jyoti Rathi
Director

Place: Nashik
Date: 29.07.2020

Alok Singh
Company Secretary



Notes to Standalone financial statements for the year ended on March 31, 2020

Note 1: General Corporate Information

Setubandhan Infrastructure Limited (Erstwhile Prakash Constrowell Limited), is basically engaged in the business of construction for government and semi-government authorities such as buildings, quarters, roads, bridges, airports, godowns, hospitals, etc. and works for private bodies for construction of industrial buildings, residential & commercial complex, townships, health care centres and institutional campus with all related utility services. The company is also engaged in the business of real estate development.

Note 2: Significant Accounting Policies:

A. Basis of preparation of Financial Statements

These financial statements are prepared in accordance with Indian Accounting Standard (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ("the Act") (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued there after.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

As the year-end figures are taken from the source and rounded to the nearest digits, the figures reported for the previous quarters might not always add up to the year figures reported in this statement.

B. Use of Estimates and Judgements

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period.

The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of financial statements. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

C. Estimation of uncertainties relating to the global health pandemic from COVID-19

The Company has considered the possible effects that may result from the pandemic relating to

COVID-19 on the carrying amounts of receivables, unbilled revenues and investment in subsidiaries. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these financial statements has used internal and external sources of information including credit reports and related information, economic forecasts. The Company has performed sensitivity analysis on the assumptions used and based on current estimates expects the carrying amount of these assets will be recovered. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements.

D. Summary of significant accounting policies

The Financial Information have been prepared using the accounting policies and measurement basis summarized below:

(a) Current / Non-Current Classification

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

An asset is classified as current when it satisfies any of the following criteria:

- i. it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
- ii. it is held primarily for the purpose of being traded;
- iii. it is expected to be realised within 12 months after the reporting date; or
- iv. it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- i. it is expected to be settled in the Company's normal operating cycle;
- ii. it is held primarily for the purpose of being traded;
- iii. it is due to be settled within 12 months after the reporting date; or
- iv. there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period..

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

(b) Reporting currency

The financial statements are presented in Indian Rupees, which is the functional currency of the company and the currency of the primary economic environment in which the company

operates.

(c) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

Ind AS 115 – Revenue from Contracts with Customers has been notified by Ministry of Corporate Affairs (MCA) on March 28, 2018 and is effective from accounting period beginning on or after April 01, 2018, replaces the then existing revenue recognition requirements. However, for this Special Purpose Restated Standalone Financial Information revenue has been recognized in accordance with Ind AS 115 from the date of transition to Ind AS.

Revenue is recognized when it is realized or realizable or earned. Revenue is considered as realized or realizable or earned when it has persuasive evidence of an arrangement, delivery has occurred, the sales price is fixed or determinable and collect ability is reasonably assured.

- The revenue from construction contracting activity is recognized by following percentage completion method of accounting as prescribed in Accounting Standard 7 issued by The Institute of Chartered Accountants of India. The stage of completion of a project is determined by the proportion of the contract cost incurred for work performed up to the Balance Sheet date bears to the estimated total contract cost. In the case where the contract revenue or the stage of completion cannot be determined reliably, the cost incurred on the contract is carried forward as Work In Progress. Provision for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on current estimates.
- While recognizing profits on contracts / projects substantially completed, due provision for incomplete work / pending bill etc. and probable cost of defect liability is made. Provision for defect liability is made at the amount equal to the amount of retention money (Security deposit retained) plus the bank guarantee offered for defect liability.
- In case of Real Estate projects which have commenced as well as the first revenue has been recognised before 1st April 2012, the company has followed the completion method. While in case of other Real Estate projects company has followed percentage of completion method.
- Profit/loss from write-off of excess / short provision for defect liability is recognized in the year in which there is unconditional release of retained amount / bank guarantee by the contractee.
- Scrap is accounted for only on realisation.
- Incomes from interest are recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

- For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

Earlier adoption of Ind AS 11 on Construction Contracts

Till immediately preceding financial year, company has followed Ind AS 11 on Construction Contracts. According to which, the stage of completion of contract is determined as the proportion that contract costs are incurred for execution of work to the estimated total contract costs as on reporting date. Revenue was recognised in percentage of stage of completion. Expected variations in works contract, claims and incentive payments are included in contract revenue only when revenue is certain and capable of being measured reliably.

(d) Taxes

Current Income Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred

tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. 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.

(e) Property, Plant and Equipment

Under the previous GAAP, property, plant and equipment were carried in the balance sheet at cost of acquisition. The Company has elected to regard those values of assets as deemed cost at the date of the acquisition since they were broadly comparable to fair value. The Company has also determined that cost of acquisition does not differ materially from fair valuation as at April 01, 2016 (date of transition to Ind-AS). Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance or extends its estimated useful life. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred. Depreciation is calculated according to useful lives estimated by the management. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. Additions to fixed assets individually costing Rs. 5,000 or less are charged to revenue in the year of acquisition.

(f) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. For arrangements entered into prior to 1 April 2016, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Company as a lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

Company as a lessor

The Company has not entered any transactions as a lessor.

(g) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

(h) Provisions & Contingent Liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

However, a disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

(i) Retirement and other benefits to employees**Post Employment Benefits:**

i) Defined Contribution Plan: The Company contributes on a defined basis to Employee's Provident Fund and Employees State Insurance Schemes which are administered by the respective government authorities and has no further obligation beyond making its contribution which is expensed off in the year to which it pertains.

ii) Defined Benefit Plan: The Company has a defined benefit plan for gratuity covering all of its employees in India. The present value of the obligation under such defined benefit plans is determined based on the independent actuarial valuation.

Short Term Employment Benefits:

All the employee benefits payable within twelve months of rendering services are classified as short term benefits. Such benefit includes salaries, wages, bonus etc. and the same are recognised in the period in which the employee renders the relevant services.

(j) Prior Period Items

Expenses relating to earlier period are debited to profit and loss account, if any. As per information and explanation and records kept by the company, the amount of such expenses and incomes are not fully quantifiable.

(k) 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.

(l) Investments

Long term investments are stated at cost, while short term investments are stated at cost or net realisable value whichever is lower.

(m) Segment Reporting

Identification of segment:

The Company identified the business segments if any based upon engagement of providing an individual product or service or a group of related products or services.

Allocation of common cost:

Common costs are allocated to each segment according to the turnover of each segment to the total sales of the company.

Unallocated items:

Corporate assets and liabilities, income and expenses which relate to the company as a whole and are not allocable to segment, have been included under unallocated items.

(n) Earnings Per Share

Earnings per share is calculated by dividing the net profit or loss after tax and prior period adjustments attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Setubandhan Infrastructure Limited (Formerly known as Prakash Constrowell Limited)
Notes forming part of the financial statements for the year ended 31st March, 2020

Note 3 Property Plant & Equipment

Fixed Assets	Gross Block				Accumulated Depreciation				Net Block	
	Balance as at 1 April 2019	Additions / (Disposals)	Acquired through business combinations	Revaluations / (Impairments) / (Deletion)	Balance as at 31 March 2020	Balance as at 1 April 2019	Depreciation charge for the year	On disposals	Balance as at 31 March 2020	Balance as at 31 March 2019
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
a Tangible Assets										
Shops	698.45	2,200.00	-	-	2,898.45	40.87	39.27	-	2,818.31	657.58
Plant and Equipment	785.56	11.15	-	(3.79)	792.92	412.11	78.62	-	302.19	373.45
Furniture and Fixtures	7.40	-	-	(0.22)	7.19	6.41	0.20	-	0.57	0.99
Vehicles	691.83	-	-	(272.58)	419.25	391.10	16.87	-	11.29	300.73
Computer	29.45	-	-	(0.16)	29.28	28.53	0.42	-	0.33	0.91
Total	2,212.69	2,211.15	-	(276.74)	4,147.09	879.03	135.39	-	3,132.68	1,333.67
b Intangible Assets										
Computer software	21.87	-	-	-	21.87	18.11	0.87	-	2.89	3.76
c Capital WIP	118.92	97.05	-	-	215.97	-	-	-	215.97	118.92
Total	2,353.48	2,308.20	-	(276.74)	4,384.93	897.14	136.25	-	3,351.55	1,456.35

Note 4 :Non-Current Financial Assets - Investments

Rs. in lakhs

Non Current Investments		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
A	Investments (at Cost)		
	Trade		
(a)	Investment in Equity instruments		
(i)	Of Subsidiaries		
	Unique Vastu Nirman & Projects Pvt. Ltd. (35,000 Equity Shares of Rs. 10 Each)	3.50	3.50
	Bhumit Real Estate Pvt. Ltd. (10,000 Equity Shares of Rs. 10 Each)	1.00	1.00
(ii)	Of Other entities		
	Rajlaxmi Co-operative Bank Ltd (10 Equity Shares of Rs. 100 Each)	0.01	0.01
	Bio Mining India Pvt. Ltd.	1.70	1.70
(b)	Investments in Partnership Firms		
	Godavari Projects J. V.	9.47	86.06
	Total (A)	15.68	92.27
B	Less : Provision for dimunition in the value of Investments	-	-
	Total	15.68	92.27

Note

Particulars		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(i)	Aggregate amount of quoted investments	-	-
(ii)	Aggregate amount of unquoted investments	15.68	92.27

Includes above

Particulars		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
	Private Company in which director is a director	1.00	1.00
		1.00	1.00

Note 5 :Non-Current Financial Assets -Others

Non Current Financial Assets -Others	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
(a) Unsecured, considered good		
Security deposits		
(Includes security deposits, royalty deposits, labour cess deposits, water deposits labour insurance deposits, retentions etc. by clients)	2,610.74	2,640.90
	2,610.74	2,640.90
Less: Provision for doubtful deposits	-	-
	2,610.74	2,640.90
(b) Fixed deposits with banks	80.26	1,279.25
Total	2,691.00	3,920.16

*Rs. in lakhs***Note 6 :Non-Current Assets -Others***Rs. in lakhs*

Non Current Assets -Others	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
(a) Capital advances		
Unsecured, considered good		
Advance against lease of premises / land / TDR / Commercial Premises	1,208.35	1,220.50
(b) Advances other than capital advances		
Advances to Suppliers	878.40	56.50
Advances to work executors	1,341.09	1,440.84
Other Advances	106.43	106.43
(b) Others		
Pre-paid Expenses	7.52	12.02
	3,541.80	2,836.30
Less: Provision for doubtful deposits	-	-
	3,541.80	2,836.30
Total	3,541.80	2,836.30

Note 7 :Current Financial Assets -Inventories*Rs. in lakhs*

Current Financial Assets -Inventories	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
(a) Work-in- Progress, Inventories & Stock	4,971.82	5,418.74
Total	4,971.82	5,418.74

Note 8 :Current Financial Assets - Trade Receivables*Rs. in lakhs*

Current Financial Assets - Trade Receivables	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
(a) Trade receivable outstanding for a period exceeding six months from the date they were due for payment		
Secured, Considered good	-	-
Unsecured, Considered good	4,684.35	2,414.13
Doubtful	-	-
	4,684.35	2,414.13
Less: Provision for doubtful receivable	3,535.15	-
	1,149.20	2,414.13
(b) Other trade receivables	189.81	3,335.63
Total	1,339.01	5,749.75

Note 9 :Current Financial Assets - Cash & Cash Equivalents*Rs. in lakhs*

Current Financial Assets - Cash & Cash Equivalents	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
(a) Cash on hand	3.52	66.06
(b) Balance with banks		
(i) In current account	69.80	64.10
Total	73.31	130.17

Note 10 :Current Financial Assets -Others*Rs. in lakhs*

Current Financial Assets -Others	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
(b) Accruals		
Interest accrued on deposits	43.77	33.07
Total	43.77	33.07

Note 11 :Current Tax Assets*Rs. in lakhs*

Current Tax Assets	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
(c) Balance with government authorities		
(i) Income tax\TDS\TCS receivable	261.46	439.35
Less: Provision for income tax	-	-
	261.46	439.35
(ii) Vat receivable	380.65	483.60
(iii) Income Tax Refund	939.49	538.07
(iv) Income Tax on Block Assesment Dues	328.40	328.40
(v) Cenvat Credit/GST Credit	295.45	109.11
Total	2,205.46	1,898.53

Note 12 :Current Assets-Other

Rs. in lakhs

Current assets-Other	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Unsecured, considered good		
(a) Loans & Advances to employess Advance against salary to staff	2.73	3.52
(b) Prepaid expenses	4.21	0.59
(d) Other		
(i) Advances to suppliers	303.41	1,385.25
(ii) Advances for purchase of land & TDR & commercial premises	11.85	2,244.61
(iii) Advances to work executors	296.30	399.84
Total	618.50	4,033.81

Includes above

Short Term Loans & Advances	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Directors *	-	-
Subsidiary Companies	66.11	66.11
	66.11	66.11

*Either severally or jointly

Note 13 :Share Capital

in lakhs

Share Capital	As at 31 March 2020		As at 31 March 2019	
	Number	Rs.	Number	Rs.
Authorised				
Equity Shares of Rs.1 each	3,000	3,000	3,000	3,000
Issued, Subscribed & Paid up				
Equity Shares of Rs.1each	1,257	1,257	1,257	1,257
Subscribed but not fully Paid up				
Equity Shares of Rs. 1 each, not fully paid up	-	-	-	-
Total	1,257	1,257	1,257	1,257

Notes:

(a) The company has only one class of shares referred to as equity shares having a par value of Rs.1 each. Each holder of equity shares is entitled to one vote per

(b) The reconciliation of the numbers of shares outstanding and amount of share capital as at year end is set out below:

in lakhs

Particulars	As at 31 March 2020		As at 31 March 2019	
	Equity Shares			
	Number	Rs.	Number	Rs.
Shares outstanding at the beginning of the year	1,257	1,257	1,257	1,257
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	1,257	1,257	1,257	1,257

(c) Details of Shareholder(s) holding more than 5% shares are as follows:

in lakhs

Name of Shareholder	As at 31 March 2020		As at 31 March 2019	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Prakash Pusaram Laddha	250.00	19.89%	250.00	19.89%
Aruna Prakash Laddha	86.59	6.89%	86.59	6.89%

(d) Details of Shares allotted for consideration other than cash during last five years are as follows:

Particulars	Year (Aggregate No. of Shares)				
	2018-19	2017-18	2016-17	2015-16	2014-15
Equity Shares :					
Fully paid up pursuant to contract(s) without payment being received in cash	-	-	-	-	-
Fully paid up by way of bonus shares	-	-	-	-	-
Shares bought back	-	-	-	-	-

Setubandhan Infrastructure Limited (Formerly known as Prakash Constrowell Limited)

Notes forming part of the financial statements for the year ended

31st March, 2020

Note 14 Other Equity

Other Equity	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
(a) Securities premium account		
Opening Balance	5,565.22	5,565.22
Add : Securities premium credited on Share issue	-	-
Closing Balance	5,565.22	5,565.22
	-	-
(b) General Reserve		
Opening Balance	5,798.11	5,782.25
Less : Dividend paid	-	-
Add : Profit For year	(4,367.75)	15.87
Closing Balance	1,430.36	5,798.11
	-	-
Total	6,995.58	11,363.33

Note 15 Non Current Financial Liabilities - Borrowings

Non Current Financial Liabilities - Borrowings	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
(a) From Banks & Financial Institutions		
(i) HDFC Bank Limited	-	51.35
(Secured Against Hypothecation of the Vehicle) (Total 60 Installments (Remaining 42), Interest @ 9.75%)		
(ii) Kotak Mahindra Prime Limited	-	76.82
(Secured Against Hypothecation of the Vehicle) (Total 60 Installments (Remaining 42), Interest @ 10.12%)		
Total	-	128.16

Note 16 Non Current Financial Liabilities - Others

Non Current Financial Liabilities - Others	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
(a) Others		
(i) Trade deposits	2,493.20	2,283.21
(Includes security deposits, royalty deposits, labour cess deposits, labour		
Total	2,493.20	2,283.21

Note 17 Non Current Liabilities - Provisions

Non Current Liabilities - Provisions	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
(a) Provision for employee benefits		
Gratuity (unfunded)	4.94	42.57
Total	4.94	42.57

Note 18 Non Current Liabilities - Others

Non Current Liabilities - Others	As at 31 March	As at 31 March
	Rs.	Rs.
(a) Bio Mining India Pvt. Ltd.	60.00	-
(b) Provision for other expenses	6.03	-
(c) Provision for employee benefits	2.97	-
Total	69.00	-

Note 19 Current Financial Liabilities Borrowings

Current Financial Liabilities Borrowings	As at 31 March	As at 31 March
	2020	2019
	Rs.	Rs.
Secured		
Loans repayable on demand		
(a) From banks		
State Bank of India (Secured by stock , WIP , book debts and immovable property)	6,208.54	3,491.69
Andhra Bank (Secured by stock , WIP , book debts and immovable property)	597.89	577.80
Total	6,806.43	4,069.49

Note 20 Current Financial Liabilities Others

Current Financial Liabilities Others	As at 31 March	As at 31 March
	2020	2019
	Rs.	Rs.
Secured		
Loans repayable on demand		
(a) Current Maturities of Long term Debt	-	71.57
(b) Others		
Payable to work executors	-	47.24
Other payables	30.00	496.67
Total	30.00	615.48

Note 21 Current Liabilities- Others

Current Liabilities- Others	As at 31 March	As at 31 March
	2020	2019
	Rs.	Rs.
(a) Other payables		
(i) Statutory remittances (Contribution to provident fund, profession tax, employees state insurance, tax	122.00	144.75
(ii) Advance from customers	990.92	1,067.34
(iii) Provision for other expenses	2.34	8.07
Total	1,115.26	1,220.15

Note 22 Current Liabilities- Provisions

Current Liabilities- Provisions	As at 31 March	As at 31 March
	2020	2019
	Rs.	Rs.
(a) Provision for employee benefits		
Salary & reimbursements	4.11	12.24
Contribution to PF	0.09	0.60
Contribution to ESIC	0.01	-
Total	4.21	12.83

Note 23 : Revenue from operations*Rs. in lakhs*

Revenue from Operations		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Income from operations	13,033.59	25,833.90
Total		13,033.59	25,833.90

Note 24 : Other expenses*Rs. in lakhs*

Other Incomes		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Rent received	12.72	-
(b)	Interest received on deposit with bank and others	98.15	103.97
(c)	Misc. receipts (net)	15.35	42.66
(d)	Profit on Sale of Investment/Fixed Asset	-	1.87
(e)	Profit on share in Partnership	9.47	26.40
(f)	Rate, Difference & Discount	-	36.46
(g)	Excess Letter of Credit (LC) Charges Received	26.16	-
Total		161.86	211.36

Note 25 : Construction Expenses*Rs. in lakhs*

Material consumed & Direct Expenses		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Purchases of materials & land	332.76	7,893.45
(b)	Work execution expenses	11,872.54	15,276.80
(c)	Labour expenses	231.65	95.35
(d)	Machinery expenses	0.15	5.88
(e)	Other construction & miscellaneous expenses	63.75	36.61
Total		12,500.84	23,308.08

Note 26 : Employee Benefit Expenses*Rs. in lakhs*

Employees Benefit Expenses		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Staff salary & allowances	60.51	124.41
(b)	Directors remuneration & allowances	0.22	30.82
(c)	Staff welfare expenses	0.74	1.77
(d)	Contribution to ESIC	0.41	-
(e)	Rent of staff house	1.03	3.20
(f)	Contribution to provident fund & admin charges	2.30	4.22
Total		65.22	164.42

Note 27: Finance Cost*Rs. in lakhs*

Finance Cost	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
(a) Interest on loans	232.32	532.94
(b) Bank guarantee charges	25.71	41.24
(c) Bank charges & commission	17.05	171.85
(d) Bills Discounting Charges	7.79	58.06
(e) Processing Fees	1.45	-
Total	284.33	804.10

Note 28 Other Expenses*Rs. in lakhs*

Other Expenses	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
(a) Audit fees	3.16	2.10
(b) Legal & professional fees	48.30	62.81
(c) Printing & stationery expenses	3.23	3.01
(d) Insurance expenses	5.83	8.48
(e) Telephone expenses	1.13	1.38
(f) Electricity expenses	1.09	3.78
(g) Travelling & conveyance expenses	2.04	5.45
(h) Rent, rates & taxes	38.14	30.02
(i) Advertisement expenses	0.89	1.60
(j) Postage & courier expenses	1.98	1.68
(k) Vat tax	-	28.47
(l) Machinery & vehicle repairs & maintenance expenses	0.76	0.69
(m) Office furniture & Other repairs & maintenance expenses	0.30	1.51
(n) Listing expenses	6.30	5.43
(o) Demerger Fees	-	5.06
(p) Office expenses	46.02	6.58
(q) Tender expenses	0.28	0.33
(r) Other expenses	407.05	22.21
(s) Interest on delayed payment of statutory dues	2.75	9.21
(t) Late Fees on delayed payment of statutory dues	0.06	-
(u) Penal charges on delayed payment	4.90	1.25
(v) Interest on EMD to MBPL	1.21	-
(w) Loss on Sale of Asset	30.52	-
(x) Loss on Writing Off of Computer	0.16	-
(y) Loss on Writing Off of Furniture	0.22	-
(z) Loss on Writing Off of Plant & Machinery	3.79	-
(aa) Loss on Writing Off of Vehicle	0.12	-
(ab) Provision for Bad Debts Expenses	3,535.15	-
Total	4,145.40	201.06

Note 29 : Notes to the Balance Sheet as at 31st March 2020 and Statement of Profit and Loss for the year ended on that date.

A. Contingent Liabilities not provided for:

Sr. No.	Particulars	As at 31/03/2020	As at 31/03/2019
(i)	Performance Guarantees given by banks on behalf of the company	1462.21	1982.45
(ii)	Income Tax Proceedings (applied filed to ACIT (Appeals) for the period from 01/04/07 to 29/10/2013)	3387.37	3417.28
	Total	4849.58	5399.73

The company does not expect any future outflow in respect of above mentioned contingent liabilities. Provisions are made in the accounts in respect of those contingencies which are likely to be materializing into liabilities after the year end, till the finalisation of accounts and have material effect on the position stated in Financial Statement.

B. Payment to Auditor:

Particulars	As at 31/03/2020	As at 31/03/2019
Statutory Auditor for Audit Fees	1.00	1.00
Total	1.00	1.00

C. Managerial Remuneration:

Due to loss in the Financial Year 2019-20, no managerial remuneration is proposed to be paid. There is no violation by the company of Section 197 and 198 of Companies Act, 2013.

D. Disclosure required under the Micro, Small and Medium Enterprises Development Act, 2006:

The company has not maintained the records and details of its suppliers regarding their status as Micro, Small and Medium Enterprises as defined under "Micro, Small and Medium Enterprises Development Act, 2006". Since the details are not available in this regards it is not possible for us to give necessary disclosures required.

E. Disclosure pursuant to Indian Accounting Standard (Ind-AS) 115 Revenue from Contracts with Customers:

a. Contract Balances

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Contract Assets: Receivables - Non Current (Gross) - Current (Gross) - Loss Allowance (non current) - Loss Allowance (Current)	4503.25 288.27	2402.74 3347.02
(ii)	Contract Liabilities: Advances Received from customers		

- Non Current	336.62	56.44
- Current	654.30	950.90

- b. Increase/ Decrease in net contract balances is primarily due:
The movement in receivables and in contract assets is on account of invoicing and collection.
- c. The Company has a process whereby periodically long term contracts are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under the law/accounting standards for the material foreseeable losses on such long term contracts has been made in the books of accounts. The Company does not have any derivative contracts at the end of the year.

F. Disclosure pursuant to Indian Accounting Standard (Ind-AS) 19 Employees Benefits:

- i) Defined Contribution Plan:
Employer's contributions to defined Contribution Plan, recognised as expenses for the year are as under:

Sr. No.	Particulars	As at 31st March 2020		As at 31st March 2019	
(i)	Provident Fund	2.20		4.05	
(ii)	Administrative charges for Provident fund	0.10		0.17	
	Total	2.30		4.22	

The above mentioned figures are as complied and reported by the management.

- ii) Defined Benefit Plan:
The present value of obligation for Defined benefit plan is based on the independent actuarial valuation for the year, it was provided on ad hoc basis for last year. The disclosures as required as per the IndAS-15 are as under:

- a) Actuarial Assumptions:

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Discount Rate p.a.	6.80%	7.70%
(ii)	Rate of increase in Compensation levels p.a.	7.00%	7.00%
(iii)	Rate of Return on Plan Assets p.a.	Nil	Nil

The estimates of future salary increases, considered in the actuarial valuation take account of inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employee market.

The expected rate of return on the plan assets is determined considering several applicable factors, mainly the composition of plan assets held, assessed risk, and historical results of returns on plan assets etc.

- b) Changes in the present value of obligation

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Present value of obligation as at beginning of the year	42.57	38.00

(ii)	Current Service Cost	0.34	4.29
(iii)	Interest Cost	2.89	2.93
(iv)	Benefits Paid	Nil	Nil
(v)	Actuarial Gain / (Loss)	(40.87)	(2.65)
(vi)	Present Value of Obligation as at the end of year	4.94	42.57

c) Changes in the fair value of Plan Assets

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Fair value of Plan Assets as at beginning of the year	Nil	Nil
(ii)	Expected Return on Plan Assets	Nil	Nil
(iii)	Actuarial (Gain)/Loss	Nil	Nil
(iv)	Contribution by employer	Nil	Nil
(v)	Benefits paid	Nil	Nil
	Fair Value of Plan Assets as at the end of year	Nil	Nil

d) Broad categories of plan assets as a percentage of total Assets:

Sr.No	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Government of India Securities	Nil	Nil
(ii)	Corporate Bonds	Nil	Nil
(iii)	Special Deposit Scheme	Nil	Nil
(iv)	Insured Managed Funds	Nil	Nil
(v)	Other	Nil	Nil
	Total	Nil	Nil

e) Expenses recognised in the Other Comprehensive Income

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Current Service Cost	0.34	4.29
(ii)	Interest Cost	2.89	2.93
(iii)	Total Expenses recognised in the Profit and Loss Account	3.23	7.22
(iv)	Net Actuarial (Gain) / Loss	(40.87)	(2.65)
(v)	Expected Return on Plan Assets	-	-
(vi)	Total Expenses recognised in the Other Comprehensive Income	(40.87)	(2.65)

G. Disclosure pursuant to Indian Accounting Standard (Ind-AS) 24 Related Party Disclosures :

Related parties have been identified on the basis of representation and information given by the Key Management Personnel.

Sr. No.	Name of Related Party	Nature of Relation
1	Prakash P. Laddha	Director

2	Prafulla S. Bhat	Director
3	Jyoti R. Rathi	Director
4	Vishal M. Ahuja	Director
5	Prashant P. Gadhari	Ex-Director
6	Mukesh Chaudhary	Ex-CS/KMP
7	Aruna P. Laddha	Relative of Director
8	Dreamshelter Developers LLP	Associate
9	Vastukrupa Construction (I) Pvt. Ltd.	Associate
10	Silver Key Developers Pvt. Ltd. (Erstwhile Atal Buildcon Pvt. Ltd.)	Associate
11	Q Fab Cements Pvt. Ltd.	Associate
12	Unique Vastu Nirman & Projects Pvt. Ltd.	Subsidiary
13	Bhumit Real Estate Pvt. Ltd.	Wholly Owned Subsidiary
14	PLCONMAT Supplier Pvt. Ltd.	Associate
15	Godavari Projects JV	Joint Venture/Partnership

Transactions with Related Parties:-

Sr. No.	Transactions	Nature of Related Party	For the year ended on 31.03.2020
1	Payment of Sitting Fees	Director	0.22
2	Payment of Salary/Compensation (Short Term Employee Benefits)	CS/CFO/KMP	0.80
3	Material advances taken	Associate	30.00
4	Material advances paid	Associate	0.10
5	Material advances paid and recovered back	Associate	63.56
6	Commission received for Bank Guarantee	Joint Venture/Partnership	14.15
7	Lease Deposits Paid	Director	10.00
8	Lease Deposits recovered back	Director	5.00
9	Office Rent Paid	Director	19.20
10	Bungalow Rent Paid	Relative of Director	18.00
11	Sale of Fixed Assets	Director	238.80
12	Purchase of Fixed Assets	Associate	2200.00
13	Material Advances paid and recovered back	Joint Venture/Partnership	180.53

Closing Balances:-

Sr. No.	Name of Related Party	Nature of Relation	Closing Balance as on	
			31.03.2020	31.03.2019
1	Dreamshelter Developers LLP	Associate	0.00	2.50
2	Silver Key Developers Pvt. Ltd. (Erstwhile Atal Buildcon Pvt. Ltd.)	Associate	11.85	2161.07
3	Q Fab Cements Pvt. Ltd.	Associate	7.74	7.74
4	Unique Vastu Nirman & Projects Pvt. Ltd.	Subsidiary	66.11	66.11

5	Bhumit Real Estate Pvt. Ltd.	Wholly Owned Subsidiary	1.00	1.00
6	PLCONMAT Supplier Pvt. Ltd.	Associate	102.25	102.25
7	Godavari Projects JV	Joint Venture/Partnership	175.25	113.05
8	Prakash P. Laddha	Director	5.90	2.23
9	Aruna P. Laddha	Relative of Director	15.96	7.71
10	Prafulla S. Bhatt	Director	80.49	2.15

H. Disclosure pursuant to Indian Accounting Standard (Ind-AS) 17 Leases:

The company has entered into cancellable operating leasing arrangements for Commercial premises, Residential accommodation and Office premises.

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Operating lease Expenses recognised in profit and loss account	37.20	37.20

The lease terms do not contain any exceptional / restrictive covenants nor are there any options given by the lesser to purchase the properties. The agreements provide for changes in the rentals along with taxes leviable.

I. Disclosure pursuant to Indian Accounting Standard (Ind-AS) 108 Segment Reporting:

i) Primary Segment:

The company's operations predominantly relate to Engineering, Contracting and procurement segment which have been identified as primary reporting segment. Following is the segment information :-

Business Segment

Particulars	2019-20			2018-19		
	Works Contracts	Real Estate Segment	Total	Works Contracts	Real Estate Segment	Total
<u>Segment revenue</u>						
<u>Allocated & Unallocated income</u>						
Domestic-Allocated	13,182.72	12.72	13,195.44	25,833.90	-	25,833.90
Domestic-Unallocated			-			-
Total			13,195.44			25,833.90
<u>Segment results</u>						
Operating Profit/Loss before tax - allocable	(4,082.42)	(16.77)	(4,099.18)	811.09	-	811.09
Operating Profit/Loss before tax - Unallocable			-			-
Unallocable Expenses (Other Comprehensive Income)			(40.87)			(2.65)
Unallocable Expenses (Extraordinary Items)			-			-
Unallocable Expenses (Interest)			284.33			804.10
Profit Before Tax			(4,342.65)			9.64
Provision for Taxation & Deferred Tax			25.10			(6.22)
Profit After Tax			(4,367.75)			15.87
<u>Segment Assets</u>	13,555.66	3,116.46	16,672.12	19,908.48	3,188.49	23,096.98
Unallocated Asset			2,265.84			2,471.97
Total Assets			18,937.96			25,568.95
<u>Segment Liability</u>	10,581.41	15.91	10,597.32	12,377.77	-	12,377.77
Unallocated Liability			88.28			571.07
Total Liability			10,685.60			12,948.83
Cost to acquire tangible & Intangible assets allocable	2,308.20	-	2,308.20	54.19	-	54.19
Cost to acquire tangible & Intangible assets unallocable		-	-			-
Non cash expenditure other than Depreciation & Amortization allocable			-	-	-	-
Non cash expenditure other than Depreciation & Amortization unallocable			-	-	-	-

Unallocated Assets includes investments, fixed assets and other current assets

Unallocated Liabilities includes secured loans , unsecured loans , deferred tax liability , provision for tax Etc.

a) Disclosure pursuant to Indian Accounting Standard (Ind-AS) 33 Earnings Per Share :

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Profit \ (loss) after tax attributable to Equity Shareholders (Rs.)	(4367.75)	15.87
(ii)	Weighted average number of Equity shares (Basic)	1256.78	1256.78
	Weighted average number of Equity shares (Diluted)		
(iii)	Nominal Value of Equity Share (Rs.)	1.00	1.00
(iv)	Basic Earnings Per Share (Rs.)	(3.48)	0.01
(v)	Diluted Earnings Per Share (Rs.)	(3.48)	0.01

b) Disclosure pursuant to Indian Accounting Standard (Ind-AS) 12 Income Taxes:

The company has recognised Net Deferred Tax Liability of Rs. 25.10 Lakh in Profit and Loss Account, the details of which are as under:

Particulars	As at 31st March 2020	As at 31st March 2019
Deferred Tax Liabilities		
Income tax at the applicable rate on the difference between the aggregate book written down value and tax written down value of property, plant and equipment	12.27	-
Total (A)	12.27	-
Reversal of Deferred Tax Liabilities		
Income tax at the applicable rate on the difference between the aggregate book written down value and tax written down value of property, plant and equipment	-	4.71
Total (B)	-	4.71
Deferred Tax Assets		
Gratuity	-	1.51
Total (C)	-	1.51
Reversal of Deferred Tax Assets		
Gratuity	12.83	
Total (D)	12.83	
Deferred Tax Liabilities (Net) (A-B-C-D)	25.10	6.22

- J. The company has debited to the profit and loss account Rs. 39.19 Lakh (Previously Rs. Nil) being the excess amount of Income Tax receivable (TDS receivable) for the Previous Year.
- K. The Previous year figures are regrouped and rearranged wherever necessary, to confirm with current year's presentation.

As per our report of even date
For M/s. GAG & Associates
Chartered Accountants
FRN: 009758C

Signature to Schedules A to M
For Setubandhan Infrastructure Limited

CA Sahaj Arora
Partner
M. No. 429634
Place: Nashik
Date: 29.07.2020

Prakash Laddha
Chairman

Jyoti Rathi
Director

Alok Singh

Company Secretary

Independent Auditor's Report

To the Members of
M/s. Setubandhan Infrastructure Limited
(Formerly Known as Prakash Constrowell Limited)

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Setubandhan Infrastructure Limited (Formerly known Prakash Constrowell Limited ("the Company") and its subsidiaries (the Company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2020, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter 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, the aforesaid consolidated 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 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 consolidated state of affairs of the Group as at March 31, 2020, the consolidated profit, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

B. 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(SAs).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 Group 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 audit opinion on the consolidated financial statements.

C. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated 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.

Sr. No.	Key Audit Matter	Auditor's Response
1	<p data-bbox="354 233 695 569"><i>Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115 "Revenue from Contracts with Customers" (new revenue accounting standard)</i></p> <p data-bbox="354 604 695 1402">The application of the new revenue accounting standard involves certain key judgements relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognised overall period. Additionally, new revenue accounting Standard contains disclosures which involves collation of information in respect of disaggregated revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date.</p> <p data-bbox="354 1438 695 1535">Refer Notes 2 (Clause C) (Sub Clause (C)) to the Consolidated Financial Statements</p>	<p data-bbox="695 268 992 302"><u>Principal Audit Procedures</u></p> <p data-bbox="695 338 1388 401">We assessed the Group's process to identify the impact of adoption of the new revenue accounting standard.</p> <p data-bbox="695 407 1388 499">Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <ul data-bbox="711 506 1388 1969" style="list-style-type: none"> <li data-bbox="711 506 1388 569">• Evaluated the design of internal controls relating to implementation of the new revenue accounting standard. <li data-bbox="711 575 1388 800">• Selected a sample of continuing and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. We carried out a combination of procedures involving enquiry and observation, re-performance and inspection of evidence in respect of operation of these controls. <li data-bbox="711 806 1388 968">• Tested the relevant information technology systems' access and change management controls relating to contracts and related information used in recording and disclosing revenue in accordance with the new revenue accounting standard. <li data-bbox="711 974 1388 1969">• Selected a sample of continuing and new contracts and performed the following procedures: <ul data-bbox="743 1045 1388 1969" style="list-style-type: none"> <li data-bbox="743 1045 1388 1108">• Read, analyzed and identified the distinct performance obligations in these contracts. <li data-bbox="743 1115 1388 1178">• Compared these performance obligations with that identified and recorded by the Group. <li data-bbox="743 1184 1388 1339">• Considered the terms of the contracts to determine the transaction price including any variable consideration to verify the transaction price used to compute revenue and to test the basis of estimation of the variable consideration. <li data-bbox="743 1346 1388 1507">• Samples in respect of revenue recorded for time and material contracts were tested using a combination of approved time sheets including customer acceptances, subsequent invoicing and historical trend of collections and disputes. <li data-bbox="743 1514 1388 1738">• In respect of samples relating to fixed price contracts, progress towards satisfaction of performance obligation used to compute recorded revenue was verified with actual and estimated efforts from the time recording and budgeting systems. We also tested the access and change management controls relating to these systems. <li data-bbox="743 1745 1388 1843">• Sample of revenues disaggregated by type and service offerings was tested with the performance obligations specified in the underlying contracts. <li data-bbox="743 1850 1388 1913">• Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings. <li data-bbox="743 1919 1388 1969">• We reviewed the collation of information and the logic of the report generated from the budgeting

		system used to prepare the disclosure relating to the periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date.
2	<i>Accuracy of revenues and onerous obligations in respect of fixed price</i>	<u>Principal Audit Procedures</u> Our audit approach was a combination of test of internal controls and substantive procedures which included the following:

E: Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

1.) The Parent's Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and

	<i>contracts involves critical estimates</i> Estimated effort is a critical estimate to determine revenues and liability for onerous obligations. This estimate has a high inherent uncertainty as it requires consideration of progress of the contract, efforts incurred till date and efforts required to complete the remaining contract performance obligations. Refer Notes 2 (Clause C) (Sub Clause (C)) to the Consolidated Financial Statements	<ul style="list-style-type: none"> • Evaluated the design of internal controls relating to recording of efforts incurred and estimation of efforts required to complete the performance obligations. • Tested the access and application controls pertaining to time recording, allocation and budgeting systems which prevents unauthorized changes to recording of efforts incurred. • Selected a sample of contracts and through inspection of evidence of performance of these controls, tested the operating effectiveness of the internal controls relating to efforts incurred and estimated. • Selected a sample of contracts and performed a retrospective review of efforts incurred with estimated efforts to identify significant variations and verify whether those variations have been considered in estimating the remaining efforts to complete the contract. • Reviewed a sample of contracts with unbilled revenues to identify possible delays in achieving milestones, which require change in estimated efforts to complete the remaining performance obligations. • Performed analytical procedures and test of details for reasonableness of incurred and estimated efforts.
3	<i>Evaluation of uncertain tax positions</i> The Group has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes. Refer Note 2 (clause c) Sub Clause (D) of Consolidated Financial Statements	<u>Principal Audit Procedures</u> Obtained details of completed tax assessments and demands for the year ended March 31, 2020 from management. We involved our internal experts to challenge the management's underlying assumptions in estimating the tax provision and the possible outcome of the disputes. Our internal experts also considered legal precedence and other rulings in evaluating management's position on these uncertain tax positions. Additionally, we considered the effect of new information in respect of uncertain tax positions as at April 1, 2019 to evaluate whether any change was required to management's position on these uncertainties.

Analysis, Board's Report including Annexure to Board's Report, Business Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon

4	<p><i>Recoverability off direct tax receivables</i></p> <p>As at March 31, 2020, non-current assets in respect of withholding tax recoverable amounting to ₹ 39.98 Lakhs which are pending adjudication.</p>	<p><u>Principal Audit Procedures</u></p> <p>We have involved our internal experts to review the nature of the amounts recoverable, the sustainability and the likelihood of recoverability upon final resolution.</p>
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2.) Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

3.) 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.

4.) 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.

D. Management’s Responsibility for the Consolidated Financial Statements

The Parent Company’s Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding 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 Group’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 Group 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 financial reporting process of the Group and its subsidiary joint ventures are also responsible for overseeing the financial reporting process of the group and its associates and joint ventures.

E. Auditor’s Responsibilities for the Audit of the 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 financial controls 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 and its subsidiary companies which are companies incorporated in India, 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 ability of the Group 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 consolidated 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 Group 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 consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements.

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 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 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 matters

- We did not audit the financial statements of 2 (Two) subsidiaries and 1 (one) JV Joint venture included in the consolidated year to date results, whose consolidated audited financial statements reflect total assets of Rs.2155.23/- lacs and total liabilities of Rs 1992.50/- lacs as at 31st March, 2020 as well as the total revenue of Rs.2417.11 lacs/- , total expenses of Rs 2403.28/- lacs and Profit after tax for the year is Rs 9.44/- lacs for the year ended 31st March 2020 . These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far it related to the amounts and disclosures included in respect of these subsidiaries and associates and our report in terms of subsection (3) of section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associate is based solely on the reports of the other auditors.

F. Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors of the Company as on March 31, 2020 taken on record by the Board of Directors of the Company and its subsidiaries incorporated in India and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India 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 and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditor's reports of the Company and its subsidiary companies incorporated in India. 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, as amended in our opinion and to the best of our information and according to the explanations given to us:

1. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 29(A) of the Consolidated financial statement.

2. The Company does not have any long-term Contract. The Company was not required to make any provisions for material foreseeable losses.

3. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year.

For G A G And Associates
Chartered Accountants
FRN: 009758C

CA Sahaj Arora
(Partner)
M. No. 429634
UDIN:

Place: Ujjain
Date: 29.07.2020
20429634AAAAAF6371

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) 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")

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of Setubandhan Infrastructure Limited (Formerly Known as Prakash Constrowell Limited) (hereinafter referred to as "Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies 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 ("the 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 the 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India, 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 and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India.

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 authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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 and to the best of our information and according to the explanations given to us, the Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the respective companies 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.

Place: Ujjain
Date: 29.07.2020
20429634AAAAAF6371

For G A G And Associates
Chartered Accountants
FRN: 009758C

Sd/-
CA Sahaj Arora
(Partner)
M. No. 429634
UDIN:

Setubandhan Infrastructure Limited (Formerly known as Prakash Controwell Limited)
Consolidated Balance Sheet as at 31 March, 2020

Particulars	Note No.	As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
ASSETS:			
Non Current Assets			
Property, Plant and Equipment	3	3,157.99	1,333.67
Capital Work In Progress	3	215.97	118.92
Goodwill		-	68.89
Other Intangible Assets	3	2.89	3.76
Financial Assets:			
Investments	4	105.59	96.61
Other Financial Assets	5	2,950.89	3,920.71
Deferred Tax Assets		-	-
Other Non Current Assets	6	3,475.69	115.00
Total Non Current Assets		9,909.02	5,657.55
Current Assets			
Inventories	7	5,493.42	5,466.27
Financial Assets:			
Investments		-	-
Trade Receivables	8	1,340.88	5,749.75
Cash and Cash Equivalents	9	466.64	133.47
Other financial asset	10	43.77	33.07
Current Tax Assets (Net)	11	2,377.01	1,898.53
Other Current Assets	12	1,216.09	6,740.83
Total Current Assets		10,937.81	20,021.92
TOTAL ASSETS		20,846.83	25,679.48
EQUITY AND LIABILITIES:			
EQUITY			
Equity Share Capital	13	1,256.78	1,256.78
Other Equity	14	7,149.75	11,432.56
Capital Reserve		-	-
Equity Attributable to Owners of the Company		8,406.53	12,689.34
Non Controlling Interest		0	-
		3.56	2.02
LIABILITIES			
Non Current Liabilities			
Financial Liabilities:			
Borrowings	15	429.05	128.16
Other Financial Liabilities	16	2,519.72	2,283.21
Provisions	17	4.94	42.57
Deferred Tax Liabilities		55.60	30.50
Other Non Current Liabilities	18	69.00	-
Total Non Current Liabilities		3,078.32	2,484.44
Current Liabilities			
Financial Liabilities:			
Borrowings	19	6,806.43	4,069.49
Trade Payables		883.44	4,546.58
Other Financial Liabilities	20	66.80	549.37
Other Current Liabilities	21	1,584.31	1,325.41
Provisions	22	17.44	12.83
Current Tax Liabilities		-	-
Total Current Liabilities		9,358.42	10,503.69
TOTAL EQUITY AND LIABILITIES		20,846.83	25,679.48
Significant Accounting Policies	1&2		
Notes to Accounts	29		

See accompanying notes to the financial statements

As per our report of even date
For GAG & Associates
Chartered Accountants
FRN: 009758C

For and on behalf of the Board of Directors of
Setubandhan Infrastructure Limited

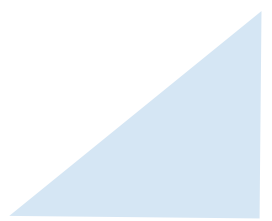
CA Sahaj Arora
Partner
M.No. : 429634

Prakash Laddha
Chairman

Jyoti Rathi
Director

Place : Nashik
Date : 29.07.2020

Alok Singh
Company Secretary



Setubandhan Infrastructure Limited (Formerly known as Prakash Controwell Limited)
Consolidated Statement of Profit and Loss for the year ended 31st March, 2020

Particulars	Note No	As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
I. Revenue from operations	23	15,435.01	25,833.90
II. Other income	24	177.55	211.36
III Total Revenue		15,612.55	26,045.26
IV. Expenses:			
Cost of materials \Construction expenses	25	14,495.52	23,308.08
Change in inventory		556.03	1,360.78
Employee benefit expense	26	148.08	164.42
Financial costs	27	330.64	804.12
Depreciation and amortization expense	3	138.89	196.56
Other expenses	28	4,313.07	204.44
V Total Expenses		19,982.24	26,038.40
VI. Profit before exceptional and extraordinary items and tax	(III-V)	(4,369.69)	6.86
VII. Exceptional items		-	-
VIII. Profit Before Tax	(VI-VII)	(4,369.69)	6.86
IX. Tax expense:			
(1) Current tax		4.38	-
(2) Previous tax		-	-
(3) Deferred tax		25.10	(6.22)
X. Profit(Loss) from the period from continuing operations	(VIII-IX)	(4,399.17)	13.08
XI. Share of Profit(Loss) of subsidiaries transferred to non controlling interest		-	-
XII. Other Comprehensive Income (OCI)			
Remeasurement of post-employment benefit obligations		40.87	(2.65)
XIII. Total Comprehensive Income	(X+XII)	(4,358.31)	15.73
XIV. Earning per equity share:			
Basic and Diluted		(3.469)	0.013

As per our report of even date
For GAG & Associates
Chartered Accountants
FRN: 009758C

For and on behalf of the Board of Directors of
Setubandhan Infrastructure Limited

CA Sahaj Arora
Partner
M.No. : 429634

Prakash Laddha
Chairman

Jyoti Rathi
Director

Place : Nashik
Date : 29.07.2020

Alok Singh
Company Secretary

Setubandhan Infrastructure Ltd. (Formerly known as Prakash Constrowell Limited)
Consolidated Cash Flow Statement for the period ended 31st March, 2020

Particulars	For the year ended 31 March, 2020		For the year ended 31 March, 2019	
	Rs.	Rs.	Rs.	Rs.
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit / (Loss) before tax		(4,369.69)		6.86
Adjustments for:				
Depreciation and amortisation	138.89		196.56	
Amortisation of share issue expenses and discount on shares	-		-	
Finance costs	330.62		804.12	
Profit on Sale of Asset	-		-	
TDS Rectification	-		-	
TDS for the year included in income from operation	(309.39)		(439.35)	
Remeasurement of post-employment benefit obligations	40.87		2.65	
Interest income	(98.15)	102.84	(103.97)	460.00
OPERATING PROFIT / (LOSS) BEFORE WORKING CAPITAL CHANGES		(4,266.85)		466.86
Changes in working capital:				
Adjustments for (increase) / decrease in operating assets:				
Inventories	556.03		1,360.78	
Trade receivables	4,413.06		(372.73)	
Other Financial Assets	(10.70)		1.12	
Current Tax Assets	(80.32)		132.42	
Other Current Assets	5,894.04		(2,167.48)	
Decrease (Increase) in other Non current assets	(2,338.50)	8,433.62	(239.13)	(1,285.01)
Adjustments for increase / (decrease) in operating liabilities:				
Trade payables	(4,210.50)		397.26	
Other Financial Liabilities	(591.98)		(643.84)	
Other Current Liabilities	131.56		432.42	
Short-Term Provisions	(8.10)		(22.00)	
Long Term Provisions	(37.43)		(6.60)	
Current Tax Liabilities	-		(0.07)	
Increase (Decrease) in other Non current liabilities	289.72	(4,426.73)	414.43	571.60
Cash flow from extraordinary items		-		-
Net income tax (paid) /Provision/ Refunds		4.38		-
NET CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES (A)		(264.35)		(246.55)
B. CASH FLOW FROM INVESTING ACTIVITIES				
Expenditure on Property, Plant & Equipment		(2,331.42)		(54.19)
Receipt from sale of Property, Plant & Equipment		276.74		181.10
Purchase of long-term investments				
- Subsidiaries		-		-
- Others		(9.47)		(28.10)
Proceeds on Sale of Long Term Investments				
- Subsidiaries		-		-
- Others		-		-
Proceeds on Sale of Short Term Investments				
Interest received				
- Banks		98.15		103.97
NET CASH FLOW FROM / (USED IN) INVESTING ACTIVITIES (B)		(1,966.00)		202.78
C. CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from issue of shares/capital contribution		-		-
Proceeds from Borrowings		2,960.85		704.76
Repayment of Borrowings		(128.16)		(98.29)
Finance cost		(330.62)		(804.12)
Payment of dividends (Including dividend distribution tax)		-		-
NET CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES (C)		2,502.06		(197.64)
NET INCREASE / (DECREASE) IN CASH AND CASH				

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

As per our report of even date
For GAG & Associates
Chartered Accountants
FRN:009758C

For and on behalf of the Board of Directors of
Setubandhan Infrastructure Ltd.

CA Sahaj Arora
Partner
M.No. : 429634

Prakash Laddha
Chairman

Jyoti Rathi
Director

Place : Nashik
Date : 29.07.2020

Alok Singh
Company Secretary

Consolidated Statement of Changes in Equity for the year ended March 31, 2020

a. Equity

Rs. in lakhs

Equity Share of Rs. 1 each issued, subscribed and fully paid	No.	Rs. In Lakhs
Issued and Paid up Capital at April, 1 2018	1,257	1,257
Issued during the year	-	-
Balance at March 31, 2019	1,257	1,257
Changes in Equity Share Capital during the year	-	-
Balance at March 31, 2020	1,257	1,257

b. Other Equity

Rs. in lakhs

	Reserves & Surplus			Other Equity	Items of OCI	Total Equity
	General Reserve	Securities Premium	Capital Reserve	Loss on sale of shares	Remeasurement of Defined Benefit plans	
As at April 01, 2018	5,854.35	5,565.22	-	-	(2.74)	11,416.83
Add: Re-measurement losses on employee defined benefit plans	-	-	-	-	2.65	2.65
Add: Profit for the year	13.08	-	-	-	-	13.08
Less: Dividend Paid	-	-	-	-	-	-
At March 31, 2019	5,867.43	5,565.22	-	-	(0.09)	11,432.56
At April 01, 2019	5,867.43	5,565.22	-	-	(0.09)	11,432.56
Add: Arised During the year	25.34	-	-	-	-	25.34
Add: Re-measurement losses on employee defined benefit plans	-	-	-	-	40.87	40.87
Add: Profit for the year	(4,399.17)	-	-	-	-	(4,399.17)
Add: Arised During the year	-	-	50.16	-	-	50.16
At March 31, 2020	1,493.59	5,565.22	50.16	-	40.78	7,149.75

See accompanying notes to the financial statements

As per our report of even date

For GAG & Associates
Chartered Accountants
FRN: 009758C

For and on behalf of the Board of Directors of
Setubandhan Infrastructure Limited

CA Sahaj Arora
M.No. : 429634

Prakash Laddha
Chairman

Jyoti Rathi
Director

Place : Nashik
Date : 29.07.2020

Alok Singh
Company Secretary

Notes to Consolidated financial statements for the year ended on March 31, 2020

Note 1: Principles of Consolidation:

The Consolidated Financial Statements comprise Setubandhan Infrastructure Limited ("the Company") and its subsidiary companies as at 31st March 2020 and for the year ended on that date.

List of subsidiary companies included in consolidation are as under:

Name of the Subsidiary	Nature of Holding	% holding	Nature of relationship
Unique Vastu Nirman & Projects Pvt Ltd	Equity	70%	Subsidiary
Bhumit Real Estate Pvt. Ltd.	Equity	100%	Subsidiary
Godavari Projects J.V.	Capital Contribution	99%	Subsidiary

The Consolidated Financial Statements have been prepared on the following basis:

(i) 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 company balances in accordance with the Indian Accounting Standard 110 on "Consolidated Financial Statements".

(ii) The financial statements of the subsidiaries are drawn-up upto the same reporting dates as that of the Company, i.e. March 31, 2020.

(iii) The Consolidated Financial Statements are prepared to the extent possible using uniform accounting policies for the like transactions and other events in similar circumstances and are presented in the manner as the Company's separate financial statements.

(iv) The difference between the costs of investment in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries is recognized in the financial statements as Goodwill or Capital Reserve, as the case maybe.

(v) Minority Interest's share of net profit of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.

(vi) Minority Interest's share of net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the Company's shareholders.

Note 2: Significant Accounting Policies:

A. Basis of preparation of Financial Statements

The Financial statements of the company has been prepared in accordance with Indian Accounting Standards (Ind-AS) specified under section 133 of the act., read with paragraph 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The financial statements have been prepared on a historical cost convention and on accrual basis except for certain financial assets and liabilities measured at fair value if any. The financial statements are prepared in INR.

B. Use of Estimates

The preparation of the financial statements in conformity with generally accepted accounting principles except where specifically stated in financial statement and notes to accounts of the non-conformity with the relevant accounting standard, requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and the reported amounts of revenue and expense for the year. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of financial statements. Actual results could differ from those estimates. Any revision to accounting estimates will be recognised prospectively in the current and future periods.

C. Summary of significant accounting policies

(a) Current versus non-current classification

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

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

All other assets are classified as non-current.

"A liability is 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

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

(b) Foreign currencies

The financial statements are presented in Indian Rupees, which is the functional currency of the company and the currency of the primary economic environment in which the company operates.

(c) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

Ind AS 115 – Revenue from Contracts with Customers has been notified by Ministry of Corporate Affairs (MCA) on March 28, 2018 and is effective from accounting period beginning on or after April 01, 2018, replaces the then existing revenue recognition requirements. However, for this Special Purpose Restated Standalone Financial Information revenue has been recognized in accordance with Ind AS 115 from the date of transition to Ind AS.

Revenue is recognized when it is realized or realizable or earned. Revenue is considered as realized or realizable or earned when it has persuasive evidence of an arrangement, delivery has occurred, the sales price is fixed or determinable and collect ability is reasonably assured.

- The revenue from construction contracting activity is recognized by following percentage completion method of accounting as prescribed in Accounting Standard 7 issued by The Institute of Chartered Accountants of India. The stage of completion of a project is determined by the proportion of the contract cost incurred for work performed up to the Balance Sheet date bears to the estimated total contract cost. In the case where the contract revenue or the stage of completion cannot be determined reliably, the cost incurred on the contract is carried forward as Work In Progress. Provision for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on current estimates.
- While recognizing profits on contracts / projects substantially completed, due provision for incomplete work / pending bill etc. and probable cost of defect liability is made. Provision for defect liability is made at the amount equal to the amount of retention money (Security deposit retained) plus the bank guarantee offered for defect liability.
- In case of Real Estate projects which have commenced as well as the first revenue has been recognised before 1st April 2012, the company has followed the completion method. While in case of other Real Estate projects company has followed percentage of completion method.
- Profit/loss from write-off of excess / short provision for defect liability is recognized in the year in which there is unconditional release of retained amount / bank guarantee by the contractee.
- Scrap is accounted for only on realisation.
- Incomes from interest are recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

- For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

Earlier adoption of Ind AS 11 on Construction Contracts

Till immediately preceding financial year, company has followed Ind AS 11 on Construction Contracts. According to which, the stage of completion of contract is determined as the proportion that contract costs are incurred for execution of work to the estimated total contract costs as on reporting date. Revenue was recognised in percentage of stage of completion. Expected variations in works contract, claims and incentive payments are included in contract revenue only when revenue is certain and capable of being measured reliably.

(d) Taxes

Current Income Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in

the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date. Deferred tax relating

to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. 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.

(e) Property, Plant and Equipment

Under the previous GAAP, property, plant and equipment were carried in the balance sheet at cost of acquisition. The Company has elected to regard those values of assets as deemed cost at the date of the acquisition since they were broadly comparable to fair value. The Company has also determined that cost of acquisition does not differ materially from fair valuation as at April 01, 2016 (date of transition to Ind-AS). Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance or extends its estimated useful life. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred. Depreciation is calculated according to useful lives estimated by the management. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. Additions to fixed assets individually costing Rs. 5,000 or less are charged to revenue in the year of acquisition.

(f) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. For arrangements entered into prior to 1 April 2016, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Company as a lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

Company as a lessor

The Company has not entered any transactions as a lessor.

(g) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in

the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

(h) Provisions & Contingent Liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

However, a disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

(i) Retirement and other benefits to employees

Post Employment Benefits:

- iii) Defined Contribution Plan: The Company contributes on a defined basis to Employee's Provident Fund and Employees State Insurance Schemes which are administered by the respective government authorities and has no further obligation beyond making its contribution which is expensed off in the year to which it pertains.
- iv) Defined Benefit Plan: The Company has a defined benefit plan for gratuity covering all of its employees in India. The present value of the obligation under such defined benefit plans is determined based on the independent actuarial valuation.

Short Term Employment Benefits:

All the employee benefits payable within twelve months of rendering services are classified as short term benefits. Such benefit includes salaries, wages, bonus etc. and the same are recognised in the period in which the employee renders the relevant services.

(j) Prior Period Items

Expenses relating to earlier period are debited to profit and loss account, if any. As per information and explanation and records kept by the company, the amount of such expenses and incomes are not fully quantifiable.

(k) 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.

(l) Investments

Long term investments are stated at cost, while short term investments are stated at cost or net realisable value whichever is lower.

(m) Segment Reporting

Identification of segment:

The Company identified the business segments if any based upon engagement of

providing an individual product or service or a group of related products or services.

Allocation of common cost:

Common costs are allocated to each segment according to the turnover of each segment to the total sales of the company.

Unallocated items:

Corporate assets and liabilities, income and expenses which relate to the company as a whole and are not allocable to segment, have been included under unallocated items.

(n) Earnings Per Share

Earnings per share is calculated by dividing the net profit or loss after tax and prior period adjustments attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Setubandhan Infrastructure Limited (Formerly known as Prakash Controwell Limited)

Notes forming part of the consolidated financial statements for the year ended 31st March, 2020

Note 3 Property Plant & Equipment

	Fixed Assets		Gross Block				Accumulated Depreciation			Net Block	
	Balance as at 1 April 2019	Additions / (Disposals)	Acquired through business combinations	Revaluations / (Impairments) / (Deletion)	Balance as at 31 March 2020	Balance as at 1 April 2019	Depreciation charge for the year	On disposals	Balance as at 31 March 2020	Balance as at 31 March 2019	
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	
a											
Tangible Assets											
Shops	698.45	2,200.00	-	-	2,898.45	40.87	39.27	-	80.14	657.58	
Plant and Equipment	790.29	33.77	-	(3.79)	820.27	412.11	81.14	-	493.25	373.45	
Furniture and Fixtures	7.40	-	-	(0.22)	7.19	6.41	0.20	-	6.62	0.99	
Vehicles	691.83	-	-	(272.58)	419.25	391.10	16.87	-	407.97	300.73	
Computer	29.45	0.60	-	(0.16)	29.88	28.53	0.54	-	29.08	0.91	
Total	2,217.42	2,234.37	-	(276.74)	4,175.04	879.03	138.02	-	1,017.05	1,333.67	
b											
Intangible Assets											
Computer software	21.87	-	-	-	21.87	18.11	0.87	-	18.98	3.76	
Capital WIP	118.92	97.05	-	-	215.97	-	-	-	-	118.92	
Total	2,358.21	2,331.42	-	(276.74)	4,412.88	897.14	138.89	-	1,036.03	1,456.35	

Note 4 : Non-Current Financial Assets - Investments

Rs. in lakhs

Non Current Investments		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
	Investments (at Cost)		
A	Trade		
(a)	Investment in Equity instruments		
	Rajlaxmi Co-operative Bank Ltd (10 Equity Shares of Rs 100 Each (as at 31st March 2016: 10) Fully Paid up)	0.01	0.01
	Bio Mining India Pvt. Ltd.	1.70	1.70
	Investment In Godavari Partnership Firm	95.04	86.06
	Investment In The North Infra	8.84	8.84
	Total (A)	105.59	96.61
B	Less : Provision for diminution in the value of Investments	-	-
	Total	105.59	96.61

Notes

Particulars		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(i)	Aggregate amount of quoted investments	-	-
(ii)	Aggregate amount of unquoted investments	105.59	96.61

Note 5 : Non-Current Financial Assets -Others

Rs. in lakhs

Non Current Financial Assets -Others		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
	Unsecured, considered good		
(a)	Security deposits		
	(Includes security deposits, royalty deposits, labour cess deposits, water deposits labour insurance deposits, retentions etc. by clients)	2,870.63	2,641.45
		2,870.63	2,641.45
	Less: Provision for doubtful deposits	-	-
		2,870.63	2,641.45
(b)	Fixed deposits with banks	80.26	1,279.25
	Total	2,950.89	3,920.71

Note 6 : Non-Current Assets -Others

Rs. in lakhs

Non Current Assets -Others		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Capital advances		
	Unsecured, considered good		
	Advance against lease of premises / land / TDR / Commercial Premises	1,142.24	115.00
	Advances other than capital advances		
	Advances to Suppliers	878.40	-
	Advances to work executors	1,341.09	-
	Other Advances	106.43	-
	Others		
	Pre-paid Expenses	7.52	-
		3,475.69	115.00
	Less: Provision for doubtful deposits	-	-
		3,475.69	115.00
	Total	3,475.69	115.00

Note 7 :Current Financial Assets -Inventories

Rs. in lakhs

Current Financial Assets -Inventories		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Work-in- Progress, Inventories & Stock	5,493.42	5,466.27
	Total	5,493.42	5,466.27

Note 8 :Current Financial Assets - Trade Receivables

Rs. in lakhs

Current Financial Assets - Trade Receivables		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Trade receivable outstanding for a period exceeding six months from the date they were due for payment		
	Secured, Considered good	-	-
	Unsecured, Considered good	4,686.22	2,414.13
	Doubtful	-	-
		4,686.22	2,414.13
	Less: Provision for doubtful receivable	3,535.15	-
		1,151.07	2,414.13
(b)	Other trade receivables	189.81	3,335.63
	Total	1,340.88	5,749.75

Note 9 : Current Financial Assets - Cash & Cash Equivalent

Rs. in lakhs

Current Financial Assets - Cash & Cash Equivalents		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Cash on hand	47.99	69.23
(b)	Balance with banks		
(i)	In Current Account	418.65	64.24
(ii)	In Deposit Account	-	-
Total		466.64	133.47

Note 10 :Current Financial Assets -Others

Rs. in lakhs

Current Financial Assets -Others		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(b)	Accruals		
	Interest accrued on deposits	43.77	33.07
Total		43.77	33.07

Note 11 :Current Tax Assets

Rs. in lakhs

Current Tax Assets		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(c)	Balance with government authorities		
(i)	Income tax\TDS\TCS receivable	311.87	439.35
	Less: Provision for income tax	4.38	-
		307.49	439.35
(ii)	Vat receivable	394.53	483.60
(iii)	Income tax refund	939.49	866.47
(iv)	Income Tax on Block Assesment Dues	328.40	-
(v)	Cenvat Credit/GST Credit	407.10	109.11
Total		2,377.01	1,898.53

Note 12 :Current assets-Other

Current assets-Other		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
Unsecured, considered good			
(a) Loans & Advances to employees			
	Advance against salary to staff	2.73	3.82
(b) Prepaid expenses			
		4.21	12.61
(d) Other			
(i)	Advances to suppliers	843.76	1,441.45
(ii)	Advances for purchase of land & TDR & commercial premises	61.87	3,334.03
(iii)	Advances to work executors	296.30	1,840.49
(iv)	Other Advances	7.21	108.43
Total		1,216.09	6,740.83

Note 13 :Share Capital

in lakhs

Share Capital	As at 31 March 2020		As at 31 March 2019	
	Number	Rs.	Number	Rs.
Authorised				
	Equity Shares of Rs.1 each	3,000	3,000	3,000
Issued, Subscribed & Paid up				
	Equity Shares of Rs.1each	1,257	1,257	1,257
Subscribed but not fully Paid up				
	Equity Shares of Rs. 1 each, not fully paid up	-	-	-
Total		1,257	1,257	1,257

Notes:

(a) The company has only one class of shares referred to as equity shares having a par value of Rs.1 each. Each holder of equity shares is entitled to one vote per share

(b) The reconciliation of the numbers of shares outstanding and amount of share capital as at year end is set out below:

in lakhs

Particulars	As at 31 March 2020		As at 31 March 2019	
	Equity Shares			
	Number	Rs.	Number	Rs.
Shares outstanding at the beginning of the year	1,257	1,257	1,257	1,257
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	1,257	1,257	1,257	1,257

(c) Details of Shareholder(s) holding more than 5% shares are as follows:

Name of Shareholder	As at 31 March 2020		As at 31 March 2019	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Prakash Pusaram Laddha	250.00	19.89%	250.00	19.89%
Aruna Prakash Laddha	86.59	6.89%	86.59	6.89%

(d) Details of Shares allotted for consideration other than cash during last five years are as follows:

Particulars	Year (Aggregate No. of Shares)				
	2019-20	2018-19	2017-18	2016-17	2015-16
Equity Shares :					
Fully paid up pursuant to contract(s) without payment being received in cash	-	-	-	-	-
Fully paid up by way of bonus shares	-	-	-	-	-
Shares bought back	-	-	-	-	-

Note 14 Other Equity

Other Equity		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a) Securities premium account			
Opening Balance	5,565.22	5,565.22	
Add : Securities premium credited on Share issue	-	-	
Closing Balance	5,565.22	5,565.22	
(b) General Reserve			
Opening Balance	5,892.68	5,851.61	
Add : Profit For year	(4,358.31)	15.73	
Closing Balance	1,534.37	5,867.34	
(c) Capital Reserve			
Capital Reserve	50.16	-	
Total	7,149.75	11,432.56	

Note 15 Non Current Financial Liabilities - Borrowings

Non Current Financial Liabilities - Borrowings		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	From Banks & Financial Institutions		
(i)	HDFC Bank Limited (Secured Against Hypothecation of the Vehicle) (Total 60 Installments (Remaining 42), Interest @ 9.75%)	-	51.35
(ii)	Kotak Mahindra Prime Limited (Secured Against Hypothecation of the Vehicle) (Total 60 Installments (Remaining 42), Interest @ 10.12%)	-	76.82
(b)	From Others		
	Unsecured Loans	429.05	-
Total		429.05	128.16

Note 16 Non Current Financial Liabilities - Others

Non Current Financial Liabilities - Others		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Others		
(i)	Trade deposits (Includes security deposits, royalty deposits, labour)	2,519.72	2,283.21
Total		2,519.72	2,283.21

Note 17 Non Current Liabilities - Provisions

Non Current Liabilities - Provisions		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Provision for employee benefits		
	Gratuity (unfunded)	4.94	42.57
Total		4.94	42.57

Note 18 Non Current Liabilities - Others

Non Current Liabilities - Others		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Bio Mining India Pvt. Ltd.	60.00	-
(b)	Provision for other expenses	6.03	
(c)	Provision for employee benefits	2.97	
Total		69.00	-

Note 19 Current Financial Liabilities Borrowings

Current Financial Liabilities Borrowings		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
<u>Secured</u>			
Loans repayable on demand			
(a)	From banks		
	State Bank of India (Secured by stock , WIP , book debts and immovable)	6,208.54	3,491.69
	Andhra Bank (Secured by stock , WIP , book debts and immovable)	597.89	577.80
Total		6,806.43	4,069.49

Note 20 Current Financial Liabilities Others

Current Financial Liabilities Others		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
<u>Secured</u>			
Loans repayable on demand			
(a)	Current Maturities of Long term Debt	-	71.57
(b)	Others		
	Payable to work executors	-	47.24
	Other payables	66.80	430.56
Total		66.80	549.37

Note 21 :Current Liabilities- Others*Rs. in lakhs*

Current Liabilities- Others		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Other payables		
(i)	Statutory remittances (Contribution to provident fund, profession tax,	138.04	144.75
(ii)	Advance from customers	1,430.92	1,172.26
(iii)	Provision for other expenses	15.35	8.41
Total		1,584.31	1,325.41

Note 22 :Current Liabilities- Provisions*Rs. in lakhs*

Current Liabilities- Provisions		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Provision for employee benefits		
	Salary & reimbursements	17.34	12.24
	Contribution to PF	0.09	0.60
	Contribution to ESIC	0.01	
		17.44	12.83

Note 23: Revenue from Operations

Revenue from Operations		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Income from operations	15,435.01	25,833.90
Total		15,435.01	25,833.90

Note 24 : Other Income

Rs. in lakhs

Other Incomes		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Rent received	12.72	-
(b)	Interest received on deposit with bank and others	98.15	103.97
(c)	Misc. receipts (net)	31.05	42.66
(d)	Profit on Sale of Investment	-	1.87
(e)	Profit on share in Partnership	9.47	26.40
(f)	Rate, Difference & Discount	-	36.46
(g)	Excess Letter of Credit (LC) Charges Received	26.16	-
Total		177.55	211.36

Note 25 :Construction Expenses

Rs. in lakhs

Material consumed & Direct Expenses		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Purchases of materials & land	1,398.14	7,893.45
(b)	Work execution expenses	11,872.54	15,276.80
(c)	Labour expenses	1,082.79	95.35
(d)	Machinery expenses	18.05	5.88
(e)	Other construction & miscellaneous expenses	124.01	36.61
Total		14,495.52	23,308.08

Note 26 Employee Benefit Expenses

Rs. in lakhs

Employees Benefit Expenses		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Staff salary & allowances	140.05	124.41
(b)	Directors remuneration & allowances	0.22	30.82
(c)	Staff welfare expenses	4.07	1.77
(d)	Staff Placement Expenses	0.41	-
(e)	Rent of staff house	1.03	3.20
(f)	Contribution to provident fund & admin charges	2.30	4.22
Total		148.08	164.42

Note 27 :Finance Cost*Rs. in lakhs*

Finance Cost		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Interest on loans	264.46	532.94
(b)	Bank guarantee charges	39.86	41.24
(c)	Bank charges & commission	17.07	171.87
(d)	Bills Discounting Charges	7.79	58.06
(e)	Processing Fees	1.45	
Total		330.64	804.12

Note 28 :Other Expenses*Rs. in lakhs*

Other Expenses		As at 31 March 2020	As at 31 March 2019
		Rs.	Rs.
(a)	Audit fees	3.79	2.33
(b)	Legal & professional fees	72.49	62.81
(c)	Printing & stationery expenses	3.56	3.01
(d)	Insurance expenses	5.83	8.48
(e)	Telephone expenses	1.13	1.38
(f)	Electricity expenses	1.09	3.78
(g)	Travelling & conveyance expenses	4.99	5.45
(h)	Rent, rates & taxes	139.48	61.55
(i)	Advertisement expenses	0.89	1.60
(j)	Postage & courier expenses	1.98	1.68
(k)	Vat tax	-	-
(l)	Machinery & vehicle repairs & maintenance expenses	0.76	0.69
(m)	Office furniture repairs & maintenance expenses	0.74	1.51
(n)	Listing expenses	6.30	5.43
(o)	Demerger Fees	-	5.06
(p)	Office expenses	54.30	6.58
(q)	Tender expenses	0.28	0.33
(r)	Other expenses	435.66	22.30
(s)	Interest on delayed payment of statutory dues	3.67	-
(t)	Late Fees on delayed payment of statutory dues	0.06	-
(u)	Penal charges on delayed payment	4.90	10.47
(v)	Interest on EMD to MBPL	1.21	-
(w)	Loss on Sale of Asset	30.52	-
(x)	Loss on Writing Off of Computer	0.16	-
(y)	Loss on Writing Off of Furniture	0.22	-
(z)	Loss on Writing Off of Plant & Machinery	3.79	-
(aa)	Loss on Writing Off of Vehicle	0.12	-
(ab)	Bad Debts Expenses	3,535.15	-
Total		4,313.07	204.44

Note 29: Notes to the Balance Sheet as at 31st March 2020 and Statement of Profit and Loss for the year ended on that date.

A. Contingent Liabilities not provided for:

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Performance Guarantees given by banks on behalf of the company	1462.21	1982.45
(ii)	Income Tax Proceedings (applied filed to ACIT (Appeals) for the period from 01/04/07 to 29/10/2013)	3387.37	3417.28
	Total	4849.58	5399.73

The company does not expect any future outflow in respect of above mentioned contingent liabilities. Provisions are made in the accounts in respect of those contingencies which are likely to be materializing into liabilities after the year end, till the finalisation of accounts and have material effect on the position stated in Financial Statement.

B. Payment to Auditor:

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Statutory Auditor for Audit Fees	1.23	1.23
	Total	1.23	1.23

C. Managerial Remuneration:

Due to loss in the Financial Year 2019-20, no managerial remuneration is proposed to be paid. There is no violation by the company of Section 197 and 198 of Companies Act, 2013.

D. Disclosure required under the Micro, Small and Medium Enterprises Development Act, 2006:

The company has not maintained the records and details of its suppliers regarding their status as Micro, Small and Medium Enterprises as defined under "Micro, Small and Medium Enterprises Development Act, 2006". Since the details are not available in this regards it is not possible for us to give necessary disclosures required.

E. Disclosure pursuant to Indian Accounting Standard (Ind-AS) 115 Revenue from Contracts with Customers

a. Contract Balances

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Contract Assets: Receivables - Non Current (Gross) - Current (Gross) - Loss Allowance (non current) - Loss Allowance (Current)	4503.25 288.27	2402.74 3347.02
(ii)	Contract Liabilities: Advances Received from customers - Non Current - Current	336.62 654.30	56.44 950.90

b. Increase/ Decrease in net contract balances is primarily due:

The movement in receivables and in contract assets is on account of invoicing and collection.

c. The Company has a process whereby periodically long term contracts are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under the law/accounting standards for the material foreseeable losses on such long term contracts has been made in the books of accounts. The Company does not have any derivative contracts at the end of the year.

d. Ind AS 115 is not applicable to subsidiary companies. Hence the figures presented above constitutes to parent company only.

F. Disclosure pursuant to Indian Accounting Standard (Ind-AS) 19 Employees Benefits:

i) Defined Contribution Plan:

Employer's contributions to defined Contribution Plan, recognised as expenses for the year are as under:

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Provident Fund	2.20	4.05
(ii)	Administrative charges for Provident fund	0.10	0.17
	Total	2.30	4.22

The above mentioned figures are as compiled and reported by the management.

iii) Defined Benefit Plan:

The present value of obligation for Defined benefit plan is based on the independent actuarial valuation for the year, it was provided on ad hoc basis for last year. The

A. Actuarial Assumptions:

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Discount Rate p.a.	6.80%	7.70%
(ii)	Rate of increase in Compensation levels p.a.	7.00%	7.00%
(iii)	Rate of Return on Plan Assets p.a.	Nil	Nil

The estimates of future salary increases, considered in the actuarial valuation take account of inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employee market.

The expected rate of return on the plan assets is determined considering several applicable factors, mainly the composition of plan assets held, assessed risk, and historical results of returns on plan assets etc.

B. Changes in the present value of obligation

Sr.No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Present value of obligation as at beginning of the year	42.57	38.00
(ii)	Current Service Cost	0.34	4.29
(iii)	Interest Cost	2.89	2.93
(iv)	Benefits Paid	Nil	Nil
(v)	Actuarial Gain/(Loss)	(40.87)	(2.65)
(vi)	Present Value of Obligation as at the end of year	4.94	42.57

C. Changes in the fair value of Plan Assets

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Fair value of Plan Assets as at beginning of the year	Nil	Nil
(ii)	Expected Return on Plan Assets	Nil	Nil
(iii)	Actuarial (Gain)/Loss	Nil	Nil

(iv)	Contribution by employer	Nil	Nil
(v)	Benefits paid	Nil	Nil
	Fair Value of Plan Assets as at the end of year	Nil	Nil

D. Broad categories of plan assets as a percentage of total Assets:

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Government of India Securities	Nil	Nil
(ii)	Corporate Bonds	Nil	Nil
(iii)	Special Deposit Scheme	Nil	Nil
(iv)	Insured Managed Funds	Nil	Nil
(v)	Other	Nil	Nil
	Total	Nil	Nil

E. Expenses recognised in the Other Comprehensive Income

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Current Service Cost	0.34	4.29
(ii)	Interest Cost	2.89	2.93
(iii)	Total Expenses recognised in the Profit and Loss Account	3.23	7.22
(iv)	Net Actuarial (Gain)/Loss	(40.87)	(2.65)
(v)	Expected Return on Plan Assets	-	-
(vi)	Total Expenses recognised in the Other Comprehensive Income	(40.87)	(2.65)

G. Disclosure pursuant to Indian Accounting Standard (Ind-AS) 24 Related Party Disclosures :

Related parties have been identified on the basis of representation and information given by the Key Management Personnel.

Sr. No.	Name of Related Party	Nature of Relation
1	Prakash P. Laddha	Director
2	Trichur Ganpat Krishnan	Director
3	Prashant P. Gadkari	Director
4	Prafulla S. Bhat	Director
5	Jyoti R. Rathi	Director
6	Vishal M. Ahuja	Director
7	Madhura K. Ubale	CS/KMP
8	Praveen K. Purohit	CFO/KMP
9	Mukesh Chaudhary	CS/KMP
10	Aruna P. Laddha	Relative of Director
11	Dreamshelter Developers LLP	Associate
12	Vastukrupa Construction (I) Pvt. Ltd.	Associate

13	Atal Buildcon Pvt. Ltd.	Associate
14	Q Fab Cements Pvt. Ltd.	Associate
15	Unique Vastunirman & Projects Pvt. Ltd.	Subsidiary
16	Bhumit Real Estate Pvt. Ltd.	Wholly Owned Subsidiary
17	PLCONMAT Supplier Pvt. Ltd.	Associate
18	Godavari Projects JV	Joint Venture/Partnership
19	Setubandhan Infrastructure Ltd. (Ertwile Prakash Constrowell Limited)	Holding Company
20	Univastu India Limited	Associate of Subsidiary Company
21	Pradeep Kisan Khandagale	Director of Subsidiary Company
22	Rajashri Pradeep Khandagale	Director of Subsidiary Company
23	Pramod Vasant Kute	Director of Subsidiary Company

Transactions with Related Parties:-

a. Prakash Constrowell Limited

Sr. No.	Transactions	Nature of Related Party	For the year ended on 31.03.2020
1	Payment of Sitting Fees	Director	0.22
2	Payment of Salary/Compensation (Short Term Employee Benefits)	CS/CFO/KMP	0.80
3	Material advances taken	Associate	30.00
4	Material advances paid	Associate	0.10
5	Material advances paid and recovered back	Associate	63.56
6	Commission received for Bank Guarantee	Joint Venture/Partnership	14.15
7	Lease Deposits Paid	Director	10.00
8	Lease Deposits recovered back	Director	5.00
9	Office Rent Paid	Director	19.20
10	Bungalow Rent Paid	Relative of Director	18.00
11	Sale of Fixed Assets	Director	238.80
12	Purchase of Fixed Assets	Associate	2200.00
13	Material Advances paid and recovered back	Joint Venture/Partnership	180.53

Closing Balances:-

Sr. No.	Name of Related Party	Nature of Relation	Closing Balance as on	
			31.03.2020	31.03.2019
1	Dreamshelter Developers LLP	Associate	0.00	2.50
2	Silver Key Developers Pvt. Ltd. (Erstwhile Atal Buildcon Pvt. Ltd.)	Associate	11.85	2161.07
3	Q Fab Cements Pvt. Ltd.	Associate	7.74	7.74
4	Unique Vastu Nirman & Projects Pvt. Ltd.	Subsidiary	66.11	66.11
5	Bhumit Real Estate Pvt. Ltd.	Wholly Owned Subsidiary	1.00	1.00
6	PLCONMAT Supplier Pvt. Ltd.	Associate	102.35	102.25
7	Godavari Projects JV	Joint Venture/Partnership	175.25	113.05
8	Prakash P. Laddha	Director	5.90	2.23
9	Aruna P. Laddha	Relative of Director	15.96	7.71

10	Prafulla S. Bhatt	Director	80.49	2.15
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b. Unique Vastu Nirman & Projects Pvt. Ltd.

Sr. No.	Transaction	Name of the Party	Nature of relationship	As at 31.03.2020	As at 31.03.2019
1	Advance For Project	Pradeep Kisan Khandagale	Director	5.75	5.75
2	Advance received for Project	Setubandhan Infrastructure Ltd. (Ertwile Prakash Constrowell Limited)	Holding Company	66.11	66.11
3	Advance received for Project	Univastu India Limited	Associate Company	33.06	33.06

H. Disclosure pursuant to Indian Accounting Standard (Ind-AS) 17 Leases:

The company has entered into cancellable operating leasing arrangements for Commercial premises, Residential accommodation and Office premises.

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Operating lease Expenses recognised in profit and loss account	37.20	37.20

The lease terms do not contain any exceptional / restrictive covenants nor are there any options given by the lesser to purchase the properties. The agreements provide for changes in the rentals along with taxes leviable.

I. Disclosure pursuant to Indian Accounting Standard (Ind-AS) 108 Segment Reporting:

i) Primary Segment:

The company's operations predominantly relate to Engineering, Contracting and procurement segment which have been identified as primary reporting segment. Company also works in Real estate & Buildership activity which is a reportable segment for the current year. Following is the segment information :-

Business Segment

Particulars	2019-20			2018-19		
	Works Contracts Segment	Others	Total	Works Contracts Segment	Others	Total
<u>Segment revenue</u>						
<u>Allocated & Unallocated income</u>						
Domestic-Allocated	15,599.83	12.72	15,612.55	25,833.90	-	25,833.90
Total			15,612.55			25,833.90
<u>Segment results</u>						
Operating Profit/Loss before tax - allocable	(4,082.55)	(16.75)	(4,099.30)	810.96	0.02	810.98
Unallocable Expenses (Other Comprehensive Income)			(40.87)			(2.65)
Unallocable Expenses (Interest)			284.35			804.12
Profit Before Tax			(4,342.78)			9.51
Provision for Taxation & Deferred Tax			25.10			(6.22)
Profit After Tax			(4,367.89)			15.73
<u>Segment Assets</u>						
Unallocated Asset	13,554.93	3,158.83	16,713.76	19,907.75	3,230.86	23,138.62
Total Assets			19,048.49			25,679.48
<u>Segment Liability</u>						
Unallocated Liability	10,581.55	55.06	10,636.61	12,377.91	39.15	12,417.06
Total Liability			10,726.90			12,990.14
Cost to acquire tangible & Intangible assets allocable	2,331.42	-	2,331.42	54.19	-	54.19
Cost to acquire tangible & Intangible assets unallocable	-	-	-	-	-	-
Non cash expenditure other than Depreciation & Amortization allocable	-	-	-	-	-	-
Non cash expenditure other than Depreciation & Amortization unallocable	-	-	-	-	-	-

Unallocated Assets includes investments, fixed assets and other current assets

Unallocated Liabilities includes secured loans , unsecured loans , deferred tax liability , provision for tax Etc.

J. Disclosure pursuant to Indian Accounting Standard (Ind-AS) 33 Earnings Per Share :

Sr. No.	Particulars	As at 31st March 2020	As at 31st March 2019
(i)	Profit\ (loss) after tax attributable to Equity Shareholders (Rs.)	(4358.31)	15.73
(ii)	Weighted average number of Equity shares (Basic)	1256.78	1256.78
	Weighted average number of Equity shares (Diluted)		
(iii)	Nominal Value of Equity Share (Rs.)	1.00	1.00
(iv)	Basic Earnings Per Share (Rs.)	(3.469)	0.013
(v)	Diluted Earnings Per Share (Rs.)	(3.469)	0.013

K. Disclosure pursuant to Indian Accounting Standard (Ind-AS) 12 Income Taxes:

The company has recognised Net Deferred Tax Liability of Rs. 25.10 Lakh in Profit and Loss Account, the details of which are as under:

Particulars	As at 31st March 2020	As at 31st March 2019
Deferred Tax Liabilities		
Income tax at the applicable rate on the difference between the aggregate book written down value and tax written down value of property, plant and equipment	12.27	-
Total (A)	12.27	-
Reversal of Deferred Tax Liabilities		
Income tax at the applicable rate on the difference between the aggregate book written down value and tax written down value of property, plant and equipment	-	4.71
Total (B)	-	4.71
Deferred Tax Assets		
Gratuity	-	1.51
Total (C)	-	1.51
Reversal of Deferred Tax Assets		
Gratuity	12.83	
Total (D)	12.83	
Deferred Tax Liabilities (Net) (A-B-C-D)	25.10	6.22

- L. The company has debited to the profit and loss account Rs. 39.19 Lakh (Previously Rs. Nil) being the excess amount of Income Tax receivable (TDS receivable) for the Previous Year.

- M.** The company has availed the exemption granted by the Companies Act 2013, in proviso 1 to section 129(3) regarding attachment of financial statements and individual audit report of each subsidiary. Subsequently the details of each subsidiary as required by the proviso are disclosed hereunder:-

Sr. No	Name of Subsidiary	Unique Vastu Nirman & Projects Private Limited	Bhumit Real Estate Pvt. Ltd.	Godavari Projects J V
1.	Reporting period	Same as holding company	Same as holding company	Same as holding company
2.	Share Capital	5.00	1.00	0.50
3.	Reserve & Surplus	1.72	(0.99)	155.50
4.	Total Assets	112.17	0.13	2042.92
5.	Total Liabilities	105.46	0.12	1886.92
6.	Investments	NIL	NIL	NIL
7.	Turnover	NIL	NIL	2401.42
8.	Profit before taxation	NIL	(0.12)	13.95
9.	Provision for taxation	NIL	NIL	4.38
10.	Profit after taxation	NIL	(0.12)	9.57
11.	Proposed dividend	NIL	NIL	NIL
12.	% of Share holding	70%	100%	99%

- N.** The Previous year figures are regrouped and rearranged wherever necessary, to confirm with current year's presentation.

As per our report of even date
For M/s. GAG & Associates
Chartered Accountants
FRN: 009758C

Signature to Schedules A to N
For Setubandhan Infrastructure Limited

CA Sahaj Arora
Partner
M.No. 429634
Place: Nashik
Date: 29.07.2020

Prakash Laddha
Chairman

Jyoti Rathi
Director

Alok Singh
Company Secretary

G. SETUBANDHAN INFRASTRUCTURE LIMITED

Regd. Office: The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik 422002

CIN: L45200MH1996PLC095941 | Phone: +91 253 2315269 | Email: info@prakashconstro.com | Website: www.prakashconstro.com

Name of member(s): _____

Registered address: _____

Email ID: _____

Folio Number/ DP ID-ClientID: _____

I / We, being the Member(s) holding _____ shares of Setubandhan Infrastructure Limited, hereby appoint:

1. Name: _____

Address: _____

_____, Signature:

_____, or failing him /her

2. Name: _____

Address: _____

_____, Signature:

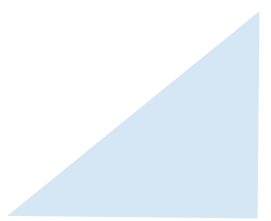
_____, or failing him /her

3. Name: _____

Address: _____

_____, Signature: _____

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 24th Annual General Meeting of Setubandhan Infrastructure Limited to be held on Wednesday, September 30, 2020, at 3:00 p.m. at The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik 422002 and at any adjournment(s) thereof, in respect of such resolutions as are indicated below:



ORDINARY BUSINESS

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2020 and the report of Auditors thereon (**Ordinary Resolutions**).
2. To appoint Mr. Prakash Laddha, who retires by rotation as a Director (**Ordinary Resolution**).

SPECIAL BUSINESS:

3. To appoint M/s. Shrinivas Diddi & Co., Cost Accountants for Financial Year 2020-21 (**Ordinary Resolution**)
4. To Re-designate Mr. Shankar Rathi as Non-executive Independent Director (**Ordinary Resolution**)
5. Change in the name of the Company from 'Setubandhan Infrastructure Limited' to Prakash Constrowell Limited " and consequent amendment to Memorandum of Association and Articles of Association of the Company (**Special Resolution**).
6. Re-Designation of Mr. Prakash Laddha As Whole Time Director and Fixation of Remuneration (**Special Resolution**).

Signed this.....day of....., 2019

Signature of Shareholder:.....

Signature of Proxy holder(s):.....

Affix Revenue Stamp of not less than Rs. 1

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

ATTENDANCE SLIP

(To be presented at the entrance of the meeting venue)

H. SETUBANDHAN INFRASTRUCTURE LIMITED

Regd. Office: The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik 422002

CIN: L45200MH1996PLC095941 | Phone: +91 253 2315269 | Email: info@prakashconstro.com | Website: www.prakashconstro.com

I / We hereby record my / our presence at the 24thAnnual General Meeting (AGM) of the Company held on Wednesday, the September 30, 2020 at 3.00 p.m. at The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik 422002 and at any adjournment(s) thereof.

Folio No. _____

DP ID No. _____

Client ID No. _____

Name of the Member _____

Name of the Proxy holder _____

Member's / Proxy's Signature

Notes:

1. Only member / Proxy holder can attend the Meeting. 2. Members are requested to bring their copy of the Annual Report and this Attendance Slip at the AGM.

Route Map to the Venue of the 24th Annual General Meeting

Venue : The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik422002

Landmark : Ved mandir (Trimbak Road)

