# GEETRAJ CONSTRUCTION PRIVATE LIMITED

Regd. Office: KRISHNA NAGAR, NEAR PRABHAT MEDICAL, PLOT – 141,
ROAD NO. 10, PATNA, BIHAR 800 001, Contact No. +919386572208
CIN : U45400BR2014PTC023411

## BOARD'S REPORT

**Dear Shareholders,**

On behalf of the Board of Directors, it is our pleasure to present the 1st Annual Report together with the Audited Statement of Accounts of **GEETRAJ CONSTRUCTION PRIVATE LIMITED** ("the Company") for the year ended March 31, 2015.

### Financial Performance

The summarized standalone result of your Company is given in the table below.

| Particulars | Standalone | |
|---|---|---|
| | 31/03/2015 | 31/03/2014 |
| Total Income | - | - |
| Profit/(Loss) before Interest, Depreciation & Tax (EBITDA) | - | - |
| Finance Charges | - | - |
| Depreciation | - | - |
| Provision for Income Tax (including for earlier years) | - | - |
| Defrred Tax Liabilities/(Assets) | - | - |
| Net Profit/(Loss) After Tax | - | - |
| Profit/(Loss) brought forward from previous year | - | - |
| Amount transferred consequent to Scheme of Merger | - | - |
| Profit/(Loss) carried to Balance Sheet | - | - |

*previous year figures have been regrouped/rearranged wherever necessary.

### Summary of Operations

During the year, company has not in operation.

### Dividend

In View to not in operation the company has no profit, Your Directors did not recommend any dividend in respect of the financial year ended 31st March, 2015.

**Details of Board meetings**

During the year, three number of Board meetings were held, details of which are given below:

| Date of the meeting | No. of Directors attended the meeting |
|---|---|
| 05.01.2015 | 2 |
| 12.01.2015 | 2 |
| 31.03.2015 | 2 |

**Capital/ Finance**

During the year, the Company has allotted 40000 Equity shares. As on 31.12.2015, the issued, subscribed and paid up equity share capital of your Company stood at Rs. 4,00,000/-, comprising 40,000 Equity shares of Rs.10/- each.

**Extract of Annual Return**

Pursuant to section 92(3) of the Companies Act, 2013 ('the Act') and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return is Annexed as **Annexure 1**.

**Directors' Responsibility Statement**

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis; and

(e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**Statutory Auditors, their Report and Notes to Financial Statements**

In the Board meeting held on 5th January, 2015, M/s. Govind Sinha & Co., Chartered Accountants have been appointed as Statutory Auditors of the Company for a period of one year. Ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing AGM.

Further, the report of the Statutory Auditors along with notes to Schedules is enclosed to this report. The observations made in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

**Related party transactions**

The details of transactions entered into with the Related Parties are enclosed as Annexure 2.

**Human Resources**

Your Company treats its "human resources" as one of its most important assets.

Your Company continuously invest in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

**Internal financial controls**

The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company.

**Particulars of Employees**

Pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, statement of particulars of employees is Annexed as **Annexure 3**.

**Details of conservation of energy, technology absorption, foreign exchange earnings and outgo**

**(a) Conservation of energy**

| | | |
|---|---|---|
| (i) | the steps taken or impact on conservation of energy | Nil |
| (ii) | the steps taken by the company for utilizing alternate sources of energy | Nil |
| (iii) | the capital investment on energy conservation equipments | Nil |

**(b) Technology absorption**

| | | |
|---|---|---|
| (i) | the efforts made towards technology absorption | Nil |
| (ii) | the benefits derived like product improvement, cost reduction, product development or import | Nil |

| | | |
|---|---|---|
| | substitution | |
| (iii) | in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- | |
| | (a) the details of technology imported | Nil |
| | (b) the year of import; | Nil |
| | (c) whether the technology been fully absorbed | Nil |
| | (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof | Nil |
| (iv) | the expenditure incurred on Research and Development | Nil |

**(c) Foreign exchange earnings and Outgo**

During the year no any transaction is made in foreign exchange.

**Acknowledgement**

Your Directors place on record their appreciation for employees at all levels, who have contributed to the growth and performance of your Company.

Your Directors also thank the clients, vendors, bankers, shareholders and advisers of the Company for their continued support.

Your Directors also thank the Central and State Governments, and other statutory authorities for their continued support.

For and on behalf of the Board
**Geetraj Construction Private Limited**

**(Managing Director)** **(Director)**

Date : 13rd August, 2015
Place: Patna

GEETRAJ CONSTRUCTION PVT. LTD. PATNA

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2015

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

| I. REGISTRATION & OTHER DETAILS: | | |
|---|---|---|
| 1 | CIN | U45400BR2014PTC023411 |
| 2 | Registration Date | 31st December, 2014 |
| 3 | Name of the Company | GEETRAJ CONSTRUCTION PRIVATE LIMITED |
| 4 | Category/Sub-category of the Company | Company Limited by Shares |
| | | Indian Non-Government Company |
| 5 | Address of the Registered office & contact details | KRISHNA NAGAR, NEAR PRABHAT MEDICAL, PLOT - 141, ROAD NO. 10, PATNA, BIHAR, 800001, INDIA |
| 6 | Whether listed company | No |
| 7 | Name, Address & contact details of the Registrar & Transfer Agent, if any. | Registrar of Company, Block 'A', Maurya Lok Complex, Patna, Bihar 800 001 |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

| S. No. | Name and Description of main products / services | NIC Code of the Product/service | % to total turnover of the company |
|---|---|---|---|
| 1 | Construction of buildings carried out on own-account basis or on a fee or contract basis | 41001 | 0.00% |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| SN | Name and address of the Company | CIN/GLN | Holding/ Subsidiary/ Associate | % of shares held | Applicable Section |
|---|---|---|---|---|---|
| 1 | | | | Nil | |
| 2 | | | | Nil | |
| 3 | | | | Nil | |

## IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

**(i) Category-wise Share Holding**

| Category of Shareholders | No. of Shares held at the beginning of the year [As on 31-March-2014] | | | | No. of Shares held at the end of the year [As on 31-March-2015] | | | | % Change during the year |
|---|---|---|---|---|---|---|---|---|---|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/ HUF | - | - | - | 0.00% | - | 40,000 | 40,000 | 100.00% | 0.00% |
| b) Central Govt | | | - | 0.00% | | | - | 0.00% | 0.00% |
| c) State Govt(s) | | | - | 0.00% | | | - | 0.00% | 0.00% |
| d) Bodies Corp. | | | - | 0.00% | | | - | 0.00% | 0.00% |
| e) Banks / FI | | | - | 0.00% | | | - | 0.00% | 0.00% |
| f) Any other | | | - | 0.00% | | | - | 0.00% | 0.00% |
| Sub Total (A) (1) | - | - | - | 0.00% | - | 40,000 | 40,000 | 100.00% | 0.00% |
| | | | | | | | | | |
| (2) Foreign | | | | | | | | | |
| a) NRI Individuals | | | - | 0.00% | | | - | 0.00% | 0.00% |
| b) Other Individuals | | | - | 0.00% | | | - | 0.00% | 0.00% |
| c) Bodies Corp. | | | - | 0.00% | | | - | 0.00% | 0.00% |
| d) Any other | | | - | 0.00% | | | - | 0.00% | 0.00% |
| Sub Total (A) (2) | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| TOTAL (A) | - | - | - | 0.00% | - | 40,000 | 40,000 | 100.00% | 0.00% |
| | | | | | | | | | |
| B. Public Shareholding | | | | | | | | | |
| *1. Institutions* | | | | | | | | | |
| a) Mutual Funds | | | - | 0.00% | | | - | 0.00% | 0.00% |
| b) Banks / FI | | | - | 0.00% | | | - | 0.00% | 0.00% |
| c) Central Govt | | | - | 0.00% | | | - | 0.00% | 0.00% |
| d) State Govt(s) | | | - | 0.00% | | | - | 0.00% | 0.00% |
| e) Venture Capital Funds | | | - | 0.00% | | | - | 0.00% | 0.00% |
| f) Insurance Companies | | | - | 0.00% | | | - | 0.00% | 0.00% |
| g) FIIs | | | - | 0.00% | | | - | 0.00% | 0.00% |
| h) Foreign Venture Capital Funds | | | - | 0.00% | | | - | 0.00% | 0.00% |
| i) Others (specify) | | | - | 0.00% | | | - | 0.00% | 0.00% |
| Sub-total (B)(1):- | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| | | | | | | | | | |
| *2. Non-Institutions* | | | | | | | | | |
| a) Bodies Corp. | | | | | | | | | |
| i) Indian | | - | - | 0.00% | | 0 | - | 0.00% | 0.00% |
| ii) Overseas | | | - | 0.00% | | | - | 0.00% | 0.00% |
| b) Individuals | | | | | | | | | |
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | | | - | 0.00% | | | - | 0.00% | 0.00% |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | - | - | - | 0.00% | - | 0 | - | 0.00% | 0.00% |
| c) Others (specify) | | | | | | | | | |
| Non Resident Indians | | | - | 0.00% | | | - | 0.00% | 0.00% |
| Overseas Corporate Bodies | | | - | 0.00% | | | - | 0.00% | 0.00% |
| Foreign Nationals | | | - | 0.00% | | | - | 0.00% | 0.00% |
| Clearing Members | | | - | 0.00% | | | - | 0.00% | 0.00% |
| Trusts | | | - | 0.00% | | | - | 0.00% | 0.00% |
| Foreign Bodies - D R | | | - | 0.00% | | | - | 0.00% | 0.00% |
| Sub-total (B)(2):- | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Total Public (B) | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| C. Shares held by Custodian for GDRs & ADRs | | | - | 0.00% | | | | 0.00% | 0.00% |
| Grand Total (A+B+C) | - | - | - | 0.00% | - | 40,000 | 40,000 | 100.00% | 0.00% |

**(ii) Shareholding of Promoter**

| SN | 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 | BIRENDRA SINGH | - | 0.00% | 0 | 20,000 | 50.00% | 0 | 0.00% |
| 2 | SARITA DEVI | - | 0.00% | 0 | 20,000 | 50.00% | 0 | 0.00% |
| | | | | | | | | |

**(iii) Change in Promoters' Shareholding (please specify, if there is no change): No Changes made in current year**

| SN | Particulars | Date | Reason | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|---|---|---|---|---|
| | | | | No. of shares | % of total shares | No. of shares | % of total shares |
| | At the beginning of the year | 01.04.2014 | | - | 0.00% | - | 0.00% |
| | Changes during the year | 31-12-2014 | Allot | - | 0.00% | 40,000 | 100.00% |
| | | | | | 0.00% | | 0.00% |
| | | | | | 0.00% | | 0.00% |
| | At the end of the year | 31.03.2015 | | - | 0.00% | 40,000 | 100.00% |

**(iv) Shareholding Pattern of top ten Shareholders**

*(Other than Directors, Promoters and Holders of GDRs and ADRs):*

| SN | For each of the Top 10 shareholders | Date | Reason | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|---|---|---|---|---|
| | | | | No. of shares | % of total shares | No. of shares | % of total shares |
| 1 | NAME: | | | | | | |
| | At the beginning of the year | | | - | 0.00% | - | 0.00% |
| | Changes during the year | | | - | 0.00% | - | 0.00% |
| | At the end of the year | | | - | 0.00% | - | 0.00% |
| | | | | | | | |
| 2 | NAME: | | | | | | |
| | At the beginning of the year | | | - | 0.00% | - | 0.00% |
| | Changes during the year | | Allot | - | 0.00% | - | 0.00% |
| | At the end of the year | | | - | 0.00% | - | 0.00% |
| 3 | NAME: | | | | | | |
| | At the beginning of the year | | | - | 0.00% | - | 0.00% |
| | Changes during the year | | | - | 0.00% | - | 0.00% |
| | At the end of the year | | | - | 0.00% | - | 0.00% |

(v) Shareholding of Directors and Key Managerial Personnel:

| SN | Shareholding of each Directors and each Key Managerial Personnel | Date | Reason | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|---|---|---|---|---|
| | | | | No. of shares | % of total shares | No. of shares | % of total shares |
| 1 | Name: Birendra Singh | | | | | | |
| | At the beginning of the year | | | - | 0.00% | - | 0.00% |
| | Changes during the year | 31-12-2014 | Allot | - | 0.00% | 20,000 | 50.00% |
| | At the end of the year | | | - | 0.00% | 20,000 | 50.00% |
| | | | | | | | |
| 2 | Name:Sarita Devi | | | | | | |
| | At the beginning of the year | | | - | 0.00% | - | 0.00% |
| | Changes during the year | 31-12-2014 | Allot | - | 0.00% | 20,000 | 50.00% |
| | At the end of the year | | | - | 0.00% | 20,000 | 50.00% |
| 3 | Name: Shwetabh Swarup | | | | | | |
| | At the beginning of the year | | | - | 0.00% | - | 0.00% |
| | Changes during the year | | | - | 0.00% | - | 0.00% |
| | At the end of the year | | | - | 0.00% | - | 0.00% |

## V. INDEBTEDNESS

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

(Amt. Rs./Lacs)

| Particulars | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|---|---|---|---|
| **Indebtedness at the beginning of the financial year** | | | | |
| i) Principal Amount | - | - | - | - |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | - | - | - | - |
| **Change in Indebtedness during the financial year** | | | | |
| * Addition | - | - | - | - |
| * Reduction | - | - | - | - |
| Net Change | - | - | - | - |
| **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. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

| SN. | Particulars of Remuneration | Name of MD/WTD/ Manager | | Total Amount |
|---|---|---|---|---|
| | Name | BIRENDRA SINGH | SARITA DEVI | (Rs/Lac) |
| | Designation | EXECUTIVE DIRECTOR | NON EXECUTIVE DIREC | |
| 1 | Gross salary | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income tax Act, 1961 | - | - | - |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | | | - |
| | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | | | - |
| 2 | Stock Option | | | - |
| 3 | Sweat Equity | | | - |
| 4 | Commission | | | - |
| | - as % of profit | | | - |
| | - others, specify | | | - |
| 5 | Others, please specify | | | - |
| | Total (A) | - | - | - |
| | Ceiling as per the Act | | | |

B. Remuneration to other Directors

| SN. | Particulars of Remuneration | Name of Directors | | | Total Amount |
|---|---|---|---|---|---|
| | | | | | (Rs/Lac) |
| 1 | Independent Directors | | | | |
| | Fee for attending board committee | | | | - |
| | Commission | | | | - |
| | Others, please specify | | | | - |
| | Total (1) | - | - | - | - |
| 2 | Other Non-Executive Directors | | | | - |
| | Fee for attending board committee | | | | - |
| | Commission | | | | - |
| | Others, please specify | | | | - |
| | Total (2) | - | - | - | - |
| | Total (B)=(1+2) | - | - | - | - |
| | Total Managerial Remuneration | - | #REF! | - | - |
| | Overall Ceiling as per the Act | | | | |

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

| SN. | Particulars of Remuneration | Name of Key Managerial Personnel | | | Total Amount |
|---|---|---|---|---|---|
| | Name | | | | (Rs/Lac) |
| | Designation | CEO | CFO | CS | |
| 1 | Gross salary | - | - | - | - |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | - | - | - | - |
| | (b) Value of perquisites u/s 17(2) Income- | - | - | - | - |
| | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | - | - | - | - |
| 2 | Stock Option | - | - | - | - |
| 3 | Sweat Equity | - | - | - | - |
| 4 | Commission | - | - | - | |
| | - as % of profit | - | - | - | - |
| | - others, specify | - | - | - | - |
| 5 | Others, please specify | - | - | - | - |
| | Total | - | - | - | - |

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

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

## Annexure 2

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

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

(a) Name(s) of the related party and nature of relationship

(b) Nature of contracts/arrangements/transactions

(c) Duration of the contracts / arrangements/transactions

(d) Salient terms of the contracts or arrangements or transactions including the value, if any

(e) Justification for entering into such contracts or arrangements or transactions

(f) date(s) of approval by the Board

(g) Amount paid as advances, if any:

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

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

| Name | Nature of Relationship | Nature of Transaction | Duration of Transaction | Amount Paid as advance |
|---|---|---|---|---|
| Nil | Nil | Nil | Nil | Nil |

## Annexure 3

### Statement of Particulars of employees pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

| Sl. No. | Name | Designation/ Nature of Duties | Remuneration Received [Rs.] | Qualification | Experience in years | Age in years | Date of commencement of employment | Last employment held |
|---|---|---|---|---|---|---|---|---|
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |

**Notes:**

1 All appointments are / were non-contractual.

2 Remuneration as shown above comprises of Salary, Leave Salary, Bonus, Gratuity where paid, Leave Travel Assistance, Medical Benefit, House Rent Allowance, Perquisites and Company's Contribution to Provident Fund and Superannuation Fund. Remuneration on Cash basis.

3 None of the above employees is related to any Director of the Company.

* Employed for part of the financial year.