# SHANTI CREATION PRIVATE LIMITED

**REGD. OFF.: VIDYA VATIKA APARTMENT,**
**GORAKH NATH LANE, BORING ROAD,**
**PATNA – 800001, Bihar**

CIN: U45200BR2009PTC014861

## BOARD REPORT

Dear Members,

Your Directors have pleasure in presenting this Seventh Annual report on the affairs of the Company together with the Audited Statement of Accounts for the year ended on 31st March, 2016.

1. **Financial Summary or performance of the company:**

**( in Lakhs)**

| **PARTICULARS** | **YEAR ENDED 31.03.2016** | **YEAR ENDED 31.03.2015** |
|---|---|---|
| Sales for the year | 578.79 | 279.51 |
| Other Income | 0.00 | 0.00 |
| Total Income | 578.79 | 279.51 |
| Profit before Financial Expenses, Preliminary expenses, Depreciation and Taxation | 42.29 | 14.93 |
| Less: Financial expenses | 0.13 | 0.06 |
| Operating profit before Preliminary expenses, Depreciation & Taxation | 42.16 | 14.87 |
| Less: Depreciation & Preliminary expenses written off | 0.12 | 0.19 |
| Profit before Taxation | 42.04 | 14.68 |
| Less : Provision for Taxation<br>Current Tax<br>Deferred Tax | <br>13.16<br>(0.02) | <br>4.58<br>(0.04) |
| Profit after Taxation | 28.90 | 10.14 |
| Add: Charge pursuant to the adoption of revised Schedule II | 0.00 | 0.00 |
| Add: Charge on account of transitional provisions under AS 15 | 0.00 | 0.00 |
| Add: Balance brought forward | 35.94 | 25.79 |
| Profit available for appropriation | 64.82 | 35.94 |

2. **Operations**

The Company has reported total Profit of ₹28,89,450/- for the current year as compared to ₹10,14,622/- in the previous year.

# Transfer to reserves

The Company has transferred Rs. 28,89,450/- to reserves.

3. **Dividend**

No Dividend was declared for the current financial year due to conservation of Profits.

4. **Material Changes between the date of the Board report and end of financial year.**

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

5. **Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future:**

During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

6. **Subsidiary Company:**

As on March 31, 2016, the Company does not have any subsidiary.

7. **Statutory Auditor & Audit Report:**

M/s. Ajay Kishore & Co., Chartered Accountants, statutory auditors of the Company having registration number FRN No. 005899C hold office until the conclusion of the next Annual General Meeting subject to the ratification of the members at every general meeting. The Company has received a certificate from the statutory auditors to the effect that their re-appointment, if made, would be within the limits prescribed. The statutory auditors have also confirmed that they hold a valid certificate issued by the "Peer Review Board" of The Institute of Chartered Accountants of India.

There are no qualifications or observations or remarks made by the Auditors in their Report.

8. **Change in the nature of business** : There is no change in the nature of the business of the company.

**9. Details of directors or key managerial personnel:**

The list of directors as on the last date of financial year is as under-

i. Ajay Kumar : Director
ii. Meena Sinha : Director

**10. Deposits:**

The Company has not invited/ accepted any deposits from the public during the year ended March 31, 2016. There were no unclaimed or unpaid deposits as on March 31, 2016.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as "Annexure A".

**12. Corporate Social Responsibility:**

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

**13. Number of meeting of the Board:**

During the year 2015-16, the Board of Directors met Seven times viz. on 27th April, 2015; 12th June, 2015; 05th August, 2015; 04th September, 2015; 30th September, 2015; 02nd January, 2016; and 26th March, 2016.

**14. Directors' Responsibility Statement:**

Pursuant to the requirement under section 134(3)(C) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

(i) in the preparation of the annual accounts for the financial year ended 31st March, 2016, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(ii) 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 as at March 31, 2016 and of the profit and loss of the company for that period;

(iii) the directors had 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;

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

(vi) 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.

**15. Declaration by Independent Directors**

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 hence no declaration has been obtained.

**16. Company's policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (*3*) of section 178;**

The Company, being a Private Limited Company was not required to constitute a Nomination and Remuneration Committee under Section 178(1) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Stakeholders Relationship Committee under Section 178(5) of the Companies Act, 2013.

**17. Particulars of loans, guarantees or investments under section 186:**

During the year under review, the Company has not advanced any loans/ given guarantees/ made investments.

**18. Particulars of Employee:**

None of the employee has received remuneration exceeding the limit as stated in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

**EXTRACT OF THE ANNUAL RETURN IN FORM MGT-9:**

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in "Annexure B" and is attached to this Report.

**Related Party Transactions:**

The particulars of contracts or arrangements with related parties referred to in sub-section (*1*) of section 188 is furnished in "Annexure C" and is attached to this Report.

**19. Acknowledgements:**

Your Directors take this opportunity to place on record their appreciation and sincere gratitude to the various Government departments and other agencies for their valuable support and look forward to their continued co-operation in the years to come.

Your Directors acknowledge the support and co-operation received from the employees and all those who have helped in the day to day management.

**For and on behalf of the Board of Directors**

**Ajay Kumar**
**Director**
**(DIN: 01936388)**

**Place: Patna**
**Date: 05.09.2016**

**ANNEXURE – A**

**Information under Section 134(3)(m) of the Companies Act, 2013 read with rule 8(3) the Companies (Accounts) Rules, 2014 and forming part of the Report of the Directors**

(A) Conservation of energy-

(i) The steps taken or impact on conservation of energy: NIL

(ii) The steps taken by the company for utilising 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 substitution: NIL

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- : NIL

(iv) The expenditure incurred on Research and Development: NIL

**(C) Foreign exchange earnings and Outgo-**

The Export Turnover of company during the year under report 2015-2016 is NIL and in the previous year, 2014-2015 also it was NIL.

**ANNEXURE – B**

# Form No. MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31st MARCH, 2016

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

## I. REGISTRATION AND OTHER DETAILS:

| | | |
|---|---|---|
| **i.** | **CIN** | U45200BR2009PTC014861 |
| **ii.** | Registration Date | 23.09.2009 |
| **iii.** | Name of the Company | SHANTI CREATION PRIVATE LIMITED |
| **iv.** | Category / Sub-Category of the Company | INDIAN NON-GOVERNMENT COMPANY LIMITED BY SHARES |
| **v.** | Address of the Registered office and contact details | VIDYA VATIKA APARTMENT, GORAKH NATH LANE,<br>BORING ROAD, PATNA - 800001 |
| **vi.** | Whether listed company | No |
| **vii.** | Name, Address and Contact details of Registrar and Transfer Agent, if any | Registrar of Companies, Bihar |

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

| Sr. No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the company |
|---|---|---|---|
| **1** | Construction of Building | 41 | **100** |

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| Sr. No. | Name And Address Of The Company | CIN/GLN | Holding/ Subsidiary /Associate | % of shares held | Applicable Section |
|---|---|---|---|---|---|
| 1. | **NA** | | | | |

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

**i.** ***Category-wise Share Holding***

| Category of Shareholders | No. of Shares held at the beginning of the year | | | | No. of Shares held at the end of the year | | | | % Change during the year |
|---|---|---|---|---|---|---|---|---|---|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| **A. Promoter** | | | | | | | | | |
| ***1) Indian*** | | | | | | | | | |
| **a) Individual/ HUF** | **0** | **50000** | **50000** | **100** | **0** | **50000** | **50000** | **100** | **0** |
| **b) Central Govt** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **c) State Govt(s)** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **d) Bodies Corp** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **e) Banks / FI** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **f) Any Other** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **Sub-total(A)(1):-** | **0** | **50000** | **50000** | **100** | **0** | **50000** | **50000** | **100** | **0** |
| ***2) Foreign*** | | | | | | | | | |
| **g) NRIs- Individuals** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **h) Other- Individuals** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **i) Bodies Corp.** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **j) Banks / FI** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **k) Any Other….** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **Sub-total (A)(2):-** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **B. Public Shareholding** | | | | | | | | | |
| **1.** ***Institutions*** | | | | | | | | | |
| **a) Mutual Funds** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **b) Banks / FI** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **c) Central Govt** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **d) State Govt(s)** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **e) Venture Capital Funds** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **f) Insurance Companies** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **g) FIIs** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **h) Foreign Venture Capital Funds** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **i) Others (specify)** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **Sub-total (B)(1)** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **2. Non** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| **Institutions** | | | | | | | | | |
| **a) Bodies Corp.**<br>**(i) Indian**<br>**(ii) Overseas** | **0**<br>**0** | **0**<br>**0** | **0**<br>**0** | **0**<br>**0** | **0**<br>**0** | **0**<br>**0** | **0**<br>**0** | **0**<br>**0** | **0**<br>**0** |
| **b) Individuals**<br><br>**(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh**<br><br>**(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh** | **0**<br><br>**0** | **0**<br><br>**0** | **0**<br><br>**0** | **0**<br><br>**0** | **0**<br><br>**0** | **0**<br><br>**0** | **0**<br><br>**0** | **0**<br><br>**0** | **0**<br><br>**0** |
| **c) Others(Specify )** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **Sub-total (B)(2)** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **Total Public Shareholding (B)=(B)(1)+ (B)(2)** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **C. Shares held by Custodian for GDRs & ADRs** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| **Grand Total (A+B+C)** | **0** | **50000** | **50000** | **100** | **0** | **50000** | **50000** | **100** | **0** |

**ii.*Shareholding of Promoters***

| **Sr. No** | **Shareholder's Name** | **Shareholding at the beginning of the year** | | | **Shareholding at the end of 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 | **% change in share holding during the year** |
| **1.** | Sri Ajay Kumar | 25000 | 50 | 0 | 25000 | 50 | 0 | **0** |
| **2.** | Smt.Meena Sinha | 7500 | 15 | 0 | 7500 | 15 | 0 | **0** |
| **3.** | Smt. Nitu Kumari | 8750 | 18 | 0 | 8750 | 18 | 0 | **0** |
| **4.** | Sri Ram Klshore Singh | 8750 | 18 | 0 | 8750 | 18 | 0 | **0** |
| | **Total** | **50000** | **100** | **0** | **50000** | **100** | **0** | **0** |

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

| Sr. no | | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|---|---|---|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | **50000** | **100** | **50000** | **100** |
| | Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | **No Change** | **No Change** | **No Change** | **No Change** |
| | At the End of the year | **50000** | **100** | **50000** | **100** |

## V. INDEBTEDNESS

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

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|---|---|---|---|
| **Indebtedness at the beginning of the financial year** | | | | |
| **i) Principal Amount** | ***0*** | ***196500*** | ***0*** | ***196500*** |
| **ii) Interest due but not paid** | ***0*** | ***0*** | ***0*** | ***0*** |
| **iii) Interest accrued but not** | ***0*** | ***0*** | ***0*** | ***0*** |
| **Total (i+ii+iii)** | ***0*** | ***0*** | ***0*** | ***0*** |
| **Change in Indebtedness during the financial year** | | | | |
| **- Addition** | ***0*** | ***0*** | ***0*** | ***0*** |
| **- Reduction** | ***0*** | ***196500*** | ***0*** | ***196500*** |
| **Net Change** | ***0*** | ***(196500)*** | ***0*** | ***(196500)*** |
| **Indebtedness at the end of the financial year** | | | | |
| **i) Principal Amount** | ***0*** | ***0*** | ***0*** | ***0*** |
| **ii) Interest due but not paid** | ***0*** | ***0*** | ***0*** | ***0*** |
| **iii) Interest accrued but not due** | ***0*** | ***0*** | ***0*** | ***0*** |
| **Total (i+ii+iii)** | ***0*** | ***0*** | ***0*** | ***0*** |

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

| Sl. No. | Particulars of Remuneration | Name of MD/WTD/ Manager | | Total Amount |
|---|---|---|---|---|
| | | Ajay Kumar | Meena Sinha | |
| 1. | Gross salary<br>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961<br>(b) Value of perquisites u/s 17(2) Income-tax Act, 1961<br>(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | 2040000<br>0<br>0 | 720000<br>0<br>0 | 2760000<br>0<br>0 |
| 2. | Stock Option | 0 | 0 | 0 |
| 3. | Sweat Equity | 0 | 0 | 0 |
| 4. | Commission<br>- as % of profit<br>- others, specify… | 0 | 0 | 0 |
| 5. | Others, please specify | 0 | 0 | 0 |
| 6. | Total (A) | 2040000 | 720000 | 2760000 |
| | Ceiling as per the Act | | | |

### C. *Remuneration to other directors:*

| Sl. No. | Particulars of Remuneration | Name of MD/WTD/ Manager | | | | Total Amount |
|---|---|---|---|---|---|---|
| | Independent Directors<br>· Fee for attending board committee meetings<br>· Commission<br>· Others, please specify | 0<br>0<br>0 | 0<br>0<br>0 | 0<br>0<br>0 | 0<br>0<br>0 | 0<br>0<br>0 |
| | Total (1) | 0 | 0 | 0 | 0 | 0 |
| | Other Non-Executive Directors<br>· Fee for attending board committee meetings<br>· Commission<br>· Others, please specify | 0<br>0<br>0 | 0<br>0<br>0 | 0<br>0<br>0 | 0<br>0<br>0 | 0<br>0<br>0 |
| | Total (2) | 0 | 0 | 0 | 0 | 0 |
| | Total (B)=(1+2) | 0 | 0 | 0 | 0 | 0 |
| | Total Managerial Remuneration | 0 | 0 | 0 | 0 | 0 |
| | Overall Ceiling as per the Act | | | | | |

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

| Sl. no. | Particulars of Remuneration | Key Managerial Personnel | | | |
|---|---|---|---|---|---|
| | | CEO | Company Secretary | CFO | Total |
| **1.** | Gross salary<br>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961<br><br>(b) Value of perquisites u/s 17(2) Income-tax Act, 1961<br><br>(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | 0<br><br>0<br><br>0 | 0<br><br>0<br><br>0 | 0<br><br>0<br><br>0 | 0<br><br>0<br><br>0 |
| **2.** | Stock Option | 0 | 0 | 0 | 0 |
| **3.** | Sweat Equity | 0 | 0 | 0 | 0 |
| **4.** | Commission<br>- as % of profit<br>- others, specify… | 0 | 0 | 0 | 0 |
| **5.** | Others, please specify | 0 | 0 | 0 | 0 |
| **6.** | Total | **0** | **0** | **0** | **0** |

## 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** | | | | | |
| **Compounding** | | | | | |
| **B. Directors** | | | | | |
| **Penalty** | NIL | | | | |
| **Punishment** | | | | | |
| **Compounding** | | | | | |
| **C. Other Officers In Default** | | | | | |
| **Penalty** | NIL | | | | |
| **Punishment** | | | | | |
| **Compounding** | | | | | |

**ANNEXURE – C**

**Particulars of contracts or arrangements with related parties referred to in sub-section (*1*) of section 188 in the form AOC-2:**

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business.

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

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

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