

Baskar Constructions Private Limited
Director's Report

Your Directors have pleasure in presenting their 10th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended 31st March, 2016.

1 FINANCIAL PERFORMANCE SUMMARY :

Particulars	Current Yr	Prev. Yr.
Gross Income	170,328,450.00	85,441,887.00
Profit from operations before other income, finance cost, Depreciation and Exceptional items	19,318,644.40	10,472,888.59
Other income	1,213,176.00	2,624,330.00
Finance Cost	2,171,254.18	7,033,652.88
Depreciation	7,079,209.00	967,400.00
Exceptional items	-	-
Net Profit Before Tax	11,281,357.02	5,296,165.71
Provision for Tax	3,076,100.00	1,568,863.00
Net Profit After Tax	7,405,257.02	3,727,302.71
Balance of Profit brought forward	11,369,033.56	7,677,196.38
Balance available for appropriation	19,794,423.91	11,399,633.59
Proposed Dividend on Equity Shares	-	-
Transfer to General Reserve	-	-
Transfer to Special Reserve	-	-
Surplus carried to Balance Sheet	19,794,423.91	11,399,633.59

2 BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR

During the year company posted significant rise in Gross Income which increased by 111.30% in comparison to previous year from Rs. 8,08,46,887 to Rs. 17,08,28,450.00. Similarly PBT posted 108.70% rise from Rs. 52,82,340.31 to Rs. 1,10,81,990.02 and PAT 99.49% from Rs. 37,12,447.31 to Rs. 74,05,257.

3 EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS:

There is no material changes and commitments affecting financial position of the company which have occurred between the end of the financial year of the Company and the date of Board's Report.

4 CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of business of the company.

5 TRANSFER TO GENERAL RESERVE

Out of the total profit of Rs. 74,05,257/- for the financial year, NIL amount is proposed to be transferred to the General Reserve.

6 DIVIDEND:

To strengthen the financial position of the Company and to augment working capital your directors regret to declare any dividend.

7 BOARD MEETINGS:

The Board of Directors met 8 times during this financial year.

8 DIRECTORS AND KEY MANAGERIAL PERSONNEL :

There is no change in any of the directors of the company during the financial year.

For Baskar Constructions Pvt. Ltd.


Managing Director

9 DIRECTOR'S RESPONSIBILITY STATEMENT:

In pursuance of section 134 (5) of the Companies Act, 2013, the Directors hereby 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.

10 INFORMATION ABOUT THE SUBSIDIARIES / ASSOCIATES/ JV AND THE FINANCIAL PERFORMANCE / FINANCIAL POSITION THEREOF

Copy of audited financial statements as on 31st March, 2015 alongwith auditors report and board report of the subsidiary company Saakaar Bricks Private Limited is attached herewith. The statement pursuant to sub-section 3 of Section 129 read with rule 5 of the Companies (Accounts) Rules, 2014 is given as annexure-I

11 EXTRACT OF ANNUAL RETURN:

As required pursuant to section 92(3) of the CompaniesAct, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT 9 as a part of this Annual Report is attached here with as Annexure-II.

12 AUDITORS:

M/s U.Narain & Co., Chartered Accountants, (FRN : 000935C), the retiring auditors, during the Annual General Meeting held on 30.09.2014, were appointed for a period of 5 years until the conclusion of sixth Annual General Meeting to be held after that meeting, subject to ratification at every Annual General Meeting in terms of Section 139 of the Companies Act 2013. They have confirmed their eligibility and willingness for the next term from the conclusion of ensuing annual general meeting to the conclusion of next annual general meeting. The Board of Directors , therefore, recommends ratification of appointment for F.Y. 2015-16 of U.Narain & Co., Chartered Accountants, as statutory auditors of the company for the approval of Shareholders.

13 AUDITORS REPORT:

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

14 CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

(A) Conservation of energy:

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

The company has installed most modern and energy efficient machines for its operation with special thrust on conservation of energy, so that energy usage can be optimised to the extent possible.

(ii) the steps taken by the company for utilising alternate sources of energy : Nil

(iii) the capital investment on energy conservation equipments Nil

Improved operational efficiency and decrease in energy utilization.

(B)Technology Absorption

The Company is substantially using indigenous machinery for its construction activities.

(C) Foreign Exchange earnings and outgo.

Foreign exchange earnings and out go is nil during the year.

For Saakaar Constructions Pvt. Ltd.



15 DEPOSITS

The Company has not accepted any deposits during the year under review.

16 SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS:

There were no significant/ material orders passed by any Regulator or Court or Tribunal which would impact the going concern status of the Company and its future operations.

17 DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS

As per the provisions of Section 134(5)(e) of the Companies Act, 2013, the Directors have an overall responsibility of ensuring that the Company has implemented robust systems/ framework of internal financial controls to provide them with assurance regarding adequacy and operating effectiveness of controls with regards to reporting, operational and compliance risks. To enable the Directors to meet the responsibilities, the Board has devised systems/ frameworks which are operating within the company. In line with best practice, the Board regularly reviews the internal control system to ensure that it remains effective and fit for purpose. Where weaknesses are identified as a result of the reviews, new procedures are put in place to strengthen the controls and these are in turn reviewed on regular basis.

During the year under review, such controls were tested and no reportable material weakness in the design or operation were observed.

18 PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The full particulars of loans given, investment made or guarantee given or security provided and the purpose for which the loan or guarantee or security is proposed to be utilised as per the provisions of Section 186 of the Companies Act, 2013 are given in the notes to Financial Statements. Refer note no. 18(9)

19 RISK MANAGEMENT POLICY :

The Company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by your Board and is also subject to its review from time to time. Risk mitigation process and measures have been also formulated and clearly spelled out in the said policy.

20 CORPORATE SOCIAL RESPONSIBILITY POLICY :

Not applicable

21 RELATED PARTY TRANSACTIONS :

No agreement was entered with related parties by the Company during the current year. All the related party transactions were entered by the Company in ordinary course of business and were in arm's length basis and pertains to agreement/ contract entered by the company during F.Y. 2013-14 or earlier. The Company presents all related party transactions before the Board specifying the nature, value, and terms and conditions of the transaction. Transaction with related parties are conducted in a transparent manner with the interest of the Company and Stakeholders as utmost priority.

Since all the related party transactions were entered by the Company in ordinary course of business and were in arm's length basis, FORM AOC- 2 is not applicable to the Company.

22 PROHIBITION UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, DISCLOSURES UNDER SEXUAL HARASSMENT ACT, 2013

The Company is an equal opportunity employer and believes in providing opportunity and key positions to women professionals. It has been endeavour of the company to encourage women professionals by creating proper policies to tackle issues relating to safe and proper working conditions for them and create and maintain a healthy and conducive work environment, free from discrimination on any basis, including gender and any form of sexual harassment.

As per provisions of Section 21 and 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the report of the number of cases filed under Sexual Harassment and their disposal is as under :

Number of cases pending as on the beginning of the financial year	NIL
Number of complaints filed during the year	NIL
Number of cases pending as at the end of the financial year	NIL



23 ACKNOWLEDGMENT

Your Directors would like to express their sincere appreciation for the assistance and cooperation received from the banks, Government authorities, customers, vendors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

For & On Behalf of the Board

Patna, 5th September, 2015

Sd/-
(Sudip Kumar)
DIN : 00907583
Chairperson

For Saakaar Constructions Pvt. Ltd.


Managing Director

Statement containing salient features of the financial statement of subsidiary company

Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014

Name of the Subsidiary	Saakaar Bricks Pvt Ltd
Reporting period for the subsidiary concerned, (if different from the holding company's reporting period)	NA
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiary	NA
Share Capital	5,000,000.00
Reserve & surplus	1,430,671.00
Total Assets	1,921,767.00
Total Liabilities (Excluding Share Capital & Reserves)	12,767,296.00
Investments	-
Turnover	12,284,517.00
Profit before taxation	2,069,001.00
Provision for taxation	638,330.00
Profit after taxation	1,430,671.08
Proposed Dividend	-
% of shareholding	51.00

Patna, 5th September, 2015

For & On Behalf of the Board of Directors

(Sudip Kumar)
DIN : 00937583
Chairman

For Saakaar Constructions Pvt. Ltd.


Managing Director

ANNEXURE : I (annexed to and forming part of Director's Report of Saakaar Construction Pvt Ltd)

Form No. MGT-9

**EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2015**

[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:- U00502BR1996PTC007493
- ii) Registration Date 07.10.1996
- iii) Name of the Company Saakaar Constructions Private Limited
- iv) Category / Sub-Category of the Company Company limited by shares/ Indian Non-Government company
- v) Address of the Registered office and contact details 2nd Floor, Pandool Place
Boring Road, Patna - 800001
Phone : 9771495777
Email : saakaarpatna@gmail.com
- vi) Whether listed company Yes / No Nil
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any Nil

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Builders & Property Developers	0050	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

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

S. NO	Name And Address Of The Company	CIN/GUN	Holding/ Subsidiary/ Associates	% of shares held	Applicable Section
1	Saakaar Bricks P.M Ltd	U26931BR2013PTC020946	Subsidiary	51.00%	2(46)

For Saakaar Constructions Pvt. Ltd,



Managing Director

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	Demat	Physical	Total	
A. Promoter s							
(1) Indian							
a) Individual HUF	0	372,600	372,600	0	372,600	372,600	69.54%
b) Central Govt or State Govt	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0
Sub-total (A) (1):-	0	372,600	372,600	0	372,600	372,600	69.54%
(2) Foreign							
a) NRIs Individuals	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0
Sub-total (A) (2):-	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	0	372,600	372,600	0	372,600	372,600	69.54%
B. Public Shareholding							
1. Institutions							
a) Mutual Funds	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0
d) State Govt	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0
i) Others (Specify)	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0
2. Non- Institutions							
a) Bodies Corp.	0	0	0	0	0	0	0
b) Indian	0	0	0	0	0	0	0
c) Overseas	0	0	0	0	0	0	0
d) Individuals	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	0	0	0	0	0	0
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	0	0	0	0	0	0	0
iii) Others (Specify)	0	0	0	0	0	0	0
Sub-total (B)(2):-	0	0	0	0	0	0	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	0	0	0	0	0	0	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	372,600	372,600	0	372,600	372,600	69.54%

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of total Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of total Shares Pledged / encumbered to total shares	
1	Alendra Nath Gupta	110,100	29.55%	Nil	110,100	29.55%	Nil	Nil
2	Ravi Tehar	105,100	28.22%	Nil	105,100	28.22%	Nil	Nil
3	Sudip Kumar	87,200	23.41%	Nil	87,200	23.41%	Nil	Nil
4	Smita Choudhary	50,100	13.45%	Nil	50,100	13.45%	Nil	Nil
5	Vijay Agrawal	80,100	21.53%	Nil	80,100	21.53%	Nil	Nil
	Total	372,600	69.54%	Nil	372,600	69.54%	Nil	Nil

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

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year		Transaction Details		Cumulative Shareholding during the year		Reason	
		No. of shares	% of total shares of the company	Purchase/ (Sale)	Date	No. of shares	% of total shares of the company		
		There is no change in Promoters' shareholding during the period 01.04.2014 to 31.03.2015							

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

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year		Transaction Details		Cumulative Shareholding during the year		Reason
		No. of shares	% of total shares of the company	Purchase/ (Sale)	Date	No. of shares	% of total shares of the company	
1	Vishnu Kumar Chaudhary	57,200	10.62%	-	-	57,200	10.62%	
2	Choudhary Kumar Consultants Pvt Ltd	30,000	5.57%	-	-	30,000	5.57%	
3	Atlantic Invest Advisory Pvt Ltd	30,000	5.57%	-	-	30,000	5.57%	
4	Albino Investment Consultants Pvt Ltd	20,000	3.71%	-	-	20,000	3.71%	
5	Himalayan Investment Consultants Pvt Ltd	10,000	1.86%	-	-	10,000	1.86%	
6	Amrapali Banquets Pvt Ltd	10,000	1.86%	-	-	10,000	1.86%	
7	Manisha Talwar	5,100	0.95%	-	-	5,100	0.95%	
8	Sudip Kumar HUF	100	0.02%	-	-	100	0.02%	
9	Samir Kr Mahaseeth	100	0.02%	-	-	100	0.02%	
10	Mahendra Nath Gupta	100	0.02%	-	-	100	0.02%	

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Transaction Details		Cumulative Shareholding during the year		Reason
		No. of shares	% of total shares of the company	Purchase/ (Sale)	Date	No. of shares	% of total shares of the company	
1	Sudip Kumar	57,200	10.68%	-	-	57,200	10.68%	Not appl
2	Smrita Choudhary	50,100	9.35%	-	-	50,100	9.35%	Not appl
3	Jitendra Nath Gupta	110,100	20.55%	-	-	110,100	20.55%	Not appl
4	Usha Agrawal	50,100	9.35%	-	-	50,100	9.35%	Not appl
5	Ravi Talwar	105,100	19.62%	-	-	105,100	19.62%	Not appl

For Saakaar Constructions Pvt. Ltd.


Managing Director

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	20,147,626	58,538,817	418,000	79,104,443
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	4,652,374	-	-	4,652,374
Total (i+ii+iii)	24,800,000	58,538,817	418,000	83,756,817
Change in Indebtedness during the financial year				
- Addition	3,959,067	(1,500,000)	-	2,408,067
- Reduction	-	-	(284,000)	(284,000)
Net Change	3,959,067	(1,500,000)	(284,000)	2,124,067
Indebtedness at the end of the financial year				
(i) Principal Amount	28,759,067	57,038,817	134,000	85,931,884
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	202,492	-	-	202,492
Total (i+ii+iii)	28,961,559	57,038,817	134,000	86,134,376

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager					Total Amount
		Jitendra Nath Gupta	Ravi Talwar	Smita Choudhary	Usha Agrawal	Sudip Kumar	
1	Gross salary	1,200,000	1,200,000	1,200,000	1,200,000	1,200,000	6,000,000
(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	-	-	-	-	-	-
-	Others, please specify	-	-	-	-	-	-
	Total (A)	1,200,000	1,200,000	1,200,000	1,200,000	1,200,000	6,000,000
	Ceiling as per the Act	Not applicable					

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors	Total Amount
1	Independent Directors	Nil	
(a)	Fee for attending board committee meetings	0	0
(b)	Commission	0	0
(c)	Others, please specify	0	0
	Total (1)	0	0

For Saakaa Construction Pvt. Ltd.

2	Other Non-Executive	Nil	
	(a) Fee for attending board committee meetings	0	0
	(b) Commission	0	0
	(c) Others, please specify Salary for services rendered of Professional nature	0	0
	Total (2)	0	0
	Total (B)+(1+2)	0	0
	Total Managerial Remuneration	0	0
	Overall Ceiling as per the Act	Not applicable	

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	Company Secretary	CFO	
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	Share 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					
			Nil		

For Sankar Constructions Pvt. Ltd.


Managing Director