NOTICE

DEWANSHI ESTATES PRIVATE LIMITED.

Notice is hereby given that the Annual General Meeting of **M/s. Dewanshi Estates Private Limited** will be held at the registered office of the Company at 37A Bentinck Street , Bentinck Chamber , Kolkata - 700069 on 30th day of September' 2017 at 11.00 AM to transact the following business:

ORDINARY BUSINESS

1. To receive and adopt the Balance Sheet as at 31st March' 2017 and the Profit and Loss Account for the year ended 31st March' 2017 together with the Directors' Report and Auditors Report thereon.

2. To ratify the appointment of Auditors to hold the office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

By Order of the Board of Directors
DEWANSHI ESTATES PRIVATE LIMITED

Place: Kolkata

Date: 02/09/2017

Radhe Shyam Dalmia

Director

Note:

1. All members entitled to attend and vote at this meeting are entitled to appoint a proxy to attend and vote in their place and the proxy need not be a member of the company.

2. Proxies in order to be valid must be deposited at the Registered Office of the company not less than 48 hours before the meeting.

3. The members may look at the Register of Members and Transfer Books on any day within 12.00 noon to 2.00 p.m.

4. Members are requested to:

   a) Notify immediately any changes in their addresses to the Company.
   b) Quote folio number in all their correspondence.

DIRECTORS REPORT

Dear shareholders,

Your Directors are pleased to present the Annual Report of the Company with Audited Financial Statement for the year ended March 31, 2017. The financial highlights are as follows:

FINANCIAL SUMMARY

The company has incurred a loss of ₹ 30,25,696.53 for the year ended 31 March 2017. The break-up of profit is given as follows :

(All figures are in ₹ except Financial Year)

Particulars	2016-2017	2015-2016
Total Income	8,35,02,273.28	1,89,89,904
Net Profit/(Loss) (PBDT)	(29,73,508,.74)	6,47,813.51
Less : Depreciation	52,187.79	60,551
Profit after depreciation but before tax (PBT)	(30,25,696.53)	5,87,264
Less : Current Taxes	-	1,11,903
Less : Deferred Taxes	-	1,43,888
Less : Exceptional Item	-	16,584
Net profit / (loss) for the period	(30,25,696.53)	3,14,887
No. of Shares	3,22,500	3,22,500
EPS	(9.38)	0.98
Proposed Dividend	-	-
Dividend tax	-	-
Balance of Profit Carried to B/S	(30,25,696.53)	3,14,887

DIVIDEND

The company does not propose any dividend during the current year.

RESERVES

The board does not proposed any amount to carry to any specific reserves.

STATE OF COMPANY'S AFFAIRS

During the current financial year, the company performance was dismal and has incurred Net Loss of ₹ 30,25,696.53 as compared to Net Profit of ₹ 3,14,887 earned in previous financial Year.

CHANGES IN NATURE OF BUSINESS

There is no significant changes had been made in the nature of the company during the financial year.

MATERIAL CHANGES AND COMMITMENTS OCCURRED BETWEEN THE DATE OF BALANCE SHEET AND THE DATE OF AUDIT REPORT

No significant material changes and commitments have occurred between the date of the balance sheet and the date of the audit report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS/COURTS/TRIBUNALS

There are no material orders passed by Regulators/Court/Tribunals against the company.

Radhe Shyam Dalmia ✓ Sangeeta Devi Dalmia ✓

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has in place proper and adequate internal control systems commensurate with the nature of its business, size and complexity of its operations. Internal control systems comprising of policies and procedures are designed to ensure liability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations, and that all assets and resources are acquired economically, used.

SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES AND THEIR PERFORMANCE

The company has no subsidiary / Joint Venture / Associate Company..

DEPOSITS

During the financial year, Company has not accepted any type of deposits. Neither, any type of deposits of previous year is Unpaid or Unclaimed during the financial year.

STATUTORY AUDITORS

M/s Agarwal Vishwanath & Associates, Chartered Accountants have been appointed as statutory auditors of the company at the Annual general meeting held on 30.09.2014 for a period of five years subject to the ratification by members at every consequent Annual general Meetings. Therefore, ratification of appointment of statutory auditors is being sought from the members of the company at the ensuing AGM. In this regard the company has received a certificate from the auditors that to the effect if they are re-appointed it would be in accordance with provisions of section 141 of the companies Act, 2013.

AUDITORS REPORT

Auditors had not made any qualification or did not make any adverse remark in their report regarding financial statements. Therefore, there is no need for any clarification or any comment on Auditors report.

SHARE CAPITAL

During the financial year, the Company had not issued any Equity Shares with Differential rights, any Sweat Equity Shares and any Employee Stock Options.

ANNUAL REPORT

The Extract of Annual report of the company in Form MGT-9 has been annexed with this report.

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

A) Conservation of Energy : Nil

B) Technology Absorption : Nil

C) Foreign Exchange earnings and outgo:

The company has no foreign exchange earnings and outgo transactions during the current financial year.

Radhe Shyam Dalania

Sangeeta Devi Dalania

CORPORATE SOCIAL RESPONSIBILTY(CSR)

The details of Corporate social responsibility activities is not applicable for the company as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules,2014

DIRECTORS

A)Changes in Directors and Key Managerial Persons:-

During the Financial Year there is no change of directorship / key managerial persons.

B) Declaration by an Independent Director(s) and reappointment, if any:-

The appointment of Independent Director as specified in subsection (6) of section 149 of the Companies Act, 2013 is not applicable to the company.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors of the Company has done Five meetings during this financial year which is in compliance to the provisions of the Companies Act, 2013.

LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company has not made any loans and investments and guarantees in compliance of section 186 of the Companies Act, 2013 during the financial year.

CONTRACTS OR ARRAGNEMENTS WITH RELATED PARTIES

Disclosure in Form No AOC-2 Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 is not applicable to the Company.

MANAGERIAL REMUNERATION

Details of Managerial Remuneration required to be Disclosed in Boards Report as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:- NIL

There is no employee who is withdrawing remuneration more than 60 Lacs per annum, more than 5 Lacs per month and more than remuneration of Managing Director or Whole Time Director.

RISK MANAGEMENT POLICY

In today's economic environment, Risk Management is a very important part of business. The main aim of risk management is to identify, monitor and take precautionary measures in respect of the events that may pose risk for the business. Your Board is of the opinion that there is no such risk on the company which may threaten the existence of the company, but if any such risk will arise in the near future then the board will take all the necessary steps in order to eliminate the same.

DIRECTOR'S RESPONSIBILTY STATEMENT

Pursuant to Section 134(3)(c) of the Companies Act, 2013, your directors confirm that:

(i) In the preparation of the accounts for the financial year ended 31 March 2017, the applicable Accounting standards have been followed along with proper explanations relating to material departures;

(ii) The directors have selected such accounting policies and applied them consistently and make judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the company at the end of the said financial year and of the profit and loss of the company for the said financial year;

Radhe Shyam Dalmia

Sanjeeta Devi Dalmia

(iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(iv) The directors have prepared the accounts for the year ended 31 March 2017 on a 'going concern' basis.

(v) 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.

ACKNOWLEDGEMENTS

Your company takes this opportunity to thank all the Shareholders and investors of the company for their continued support.

Your directors wish to place on record their appreciation for the co-operation and support received from employees, staff and other people associated with the company and look forward for their continued support.

For and on behalf of the board

DEWANSHI ESTATES PRIVATE LIMITED

Radhe Shyam Dalmia

(Director)

Sanjeeta Devi Dalmia

(Director)

Date : 02/09/2017

Place : Kolkata