Ganpati Infra Buildcon Private Limited
104, Gandhi Nagar, Boring Canal Road, Patna – 800001, Bihar
CIN: U70109BR2010PTC015611
Website: http://ganpatiinfrabuildcon.com
Email:pankaj@ganpatiunfrabuildcon.com
Mob: +919835357744

DIRECTORS' REPORT

FOR THE FINANCIAL YEAR ENDED AS ON 31ST MARCH, 2015

To,
The Shareholders

Your Directors have pleasure in presenting the Fifth Annual Report of Ganpati Infra Buildcon Private Limited (the "Company") along with the audited financial statements for the financial year ended March 31, 2015.

1. FINANCIAL RESULTS:

(₹ in Lacs)

	2014-15	2013-14
Total Income	NIL	NIL
Profit (Loss) before depreciation, exceptional items and tax	(0.72)	(0.30)
Less: Depreciation	NIL	NIL
Add/Less: Exceptional /Extraordinary Items	NIL	NIL
Profit (Loss) before Tax	**(0.72)**	**(0.30)**
Less: Provision for Tax		
Current Tax	NIL	NIL
Deferred Tax	NIL	NIL
Deferred (earlier years)	NIL	NIL
Tax earlier year written Back	NIL	NIL
Profit (Loss) for the year	NIL	NIL
Profit after Tax	**(0.72)**	**(0.30)**
Add: Balance in Profit & Loss Account brought forward from the previous year	NIL	NIL
Less : Adjustment relating to depreciation on Fixed Assets	NIL	NIL
Profit available for appropriation	**NIL**	**NIL**
Appropriation to :		
(i) General Reserve	NIL	NIL
(ii) Final Dividend on Equity Shares	NIL	NIL
(iii) Corporate tax on Dividend	NIL	NIL
(iv) Balance of Profit &Loss account carried over to Balance Sheet	**(0.72)**	**(0.30)**

2. OPERATIONS & BUSINESS PERFORMANCE:

The company is yet to start commercial operations but transactions pertaining to land purchase for development of the property has been initiated. Your directors expect to start commercial operations in the next financial year.

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3. **RESERVES AND SURPLUS:**

Your Company has not earned profits as it is yet to start commercial operations and as such no amount has been appropriated or transferred to Balance Sheet in the current financial year.

4. **DIVIDEND:**

The Board of Directors has not recommended any dividend for the year ended 31st March, 2015.

5. **MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**

There is no event occurring after the balance sheet dated and before AGM which would affect materially the solvency of the undertaking of the Company or is otherwise of great importance to the shareholders.

6. **CHANGES IN THE NATURE OF BUSINESS:**

There has been no change in the nature of business to be carried on by the company during the financial year under review.

7. **DIRECTOR(S) OR KEY MANAGERIAL PERSONNEL(S) APPOINTED AND RESIGNED DURING THE YEAR:**

Mr. Kumar Mani Madhukar [DIN: 06899232] has been appointed as Director of the company during the year but no resignation of managerial personnel has taken place during the year.

8. **COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES/JOINT VENTURES/ ASSOCIATE COMPANIES DURING THE YEAR:**

No fresh company has become nor any company has ceased to be subsidiaries/Join Ventures / Associate companies during the financial year 2014-15.

9. **DEPOSITS:**

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of balance sheet.

10. **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:**

No significant and or material orders have been passed any Regulators or Courts or Tribunal which would impact the going concern status and company's operations in future.

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11. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

Your Company has in place an adequate system of internal controls covering all corporate functions of the company. Systems of internal control are designed to provide reasonable assurance regarding the effectiveness and efficiency of operations, the adequacy of safeguards for assets, the reliability of financial controls and compliance with applicable laws and regulations.

12. EXTRACT OF ANNUAL RETURN (FORM MGT-9):

Pursuant to section 92(3) of the Companies Act, 2013 and rule 12 of the Companies (Management and Administration) Rules, 2014, an extract of annual return in the Form MGT-9 has been annexed into the Board Report as **Annexure I.**

13. DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge and belief and according to the information and explanation obtained by them, your Directors make the following statement in terms of Section 134(5) of the Companies Act, 2013, indicating therein,-

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

(b) that 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 of the company for the year;

(c) that 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;

(d) that the directors had prepared the annual accounts for the year under review on a going concern basis.

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

14. COMMENTS ON THE AUDITORS REPORT:

The auditors' report does not contain any disqualifications, reservations or adverse remarks.

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15. LOANS, GUARANTEES AND INVESTMENTS:

No loans, guarantees and or investments pursuant to section 186 of the Companies Act, 2013, have been made by the company and no such amount is outstanding as on March 31, 2015.

16. NUMBER OF BOARD MEETINGS:

SL NO.	DATE	BOARD STRENGTH	NO. OF DIRECTORS PRESENT
1.	24/06/2014	3	3
1.	05/09/2014	3	3
2.	15/12/2014	3	3
3.	25/03/2015	4	4

17. RELATED PARTY TRANSACTIONS:

The particulars of every contract or arrangements entered into by the Company with the related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 has been annexed as a Form AOC-2 into the Board report as **Annexure II.**

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

(A) CONSERVATION OF ENERGY:

(i)	the steps taken or impact on conservation of energy	The company is yet to start commercial operations but company would take sufficient steps which would not adversely affect energy conservation process and is aware of its responsibility towards energy conservation.
(ii)	the steps taken by the company for utilizing alternate sources of energy	None at present
(iii)	the capital investment on energy conservation equipments	None at present

(B) TECHNOLOGY ABSORPTION:

(i)	the efforts made towards technology absorption	The company is yet to start commercial operations but the company would take all steps for proper and better methods of technology absorption.
(ii)	the benefits derived like product improvement, cost reduction, product development or import	None

	substitution	
	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	None
	(a) the details of technology imported	
	(b) the year of import;	
	(c) whether the technology been fully absorbed	
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	
(iii)	the expenditure incurred on Research and Development	

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the year, there have been no foreign exchange outgo and or foreign exchange earnings.

19. RISK MANAGEMENT POLICY:

The industry is prone to impacts due to fluctuations in the economy caused by changes in global and domestic economies and changes in local market conditions, local demand for products of the company, competition in the industry and government policies and regulations.

The Company's expected revenue realized from its domestic market makes it susceptible to domestic socio-economic conditions and competition from other manufacturers.

However, it has been observed that your Company would be able to earn revenues with acceptance of its products in the market.

Your Company employs adequate policies and methods to counter these risks effectively.

20. CORPORATE SOCIAL RESPONSIBILITY ("CSR'):

Pursuant to Section 135 of the Companies Act, 2013 ('the Act") and Companies (CSR Policy) Rules, 2014 your company wasn't falling under the purview of profit earning, thereby, obligating the company to undertake CSR activities in accordance with Schedule VII of the Act was not applicable.

21. Disclosure on Establishment of a Vigil Mechanism

The provisions of Section 177 of the Companies Act, 2013 does not applies to this Company.

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22. Statutory Auditors

M/s Jha & Associates, Chartered Accountants, the Auditors of the company, hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re – appointment. They have confirmed their eligibility to the effect that their re – appointment, if made, would be within the prescribed limits under the Act and that they are not disqualified for re – appointment.

23. CORPORATE GOVERNANCE:

Company not being listed at any recognized stock exchange at present, therefore, compliance of the listing agreement norms as required by the clause 49 (VI) of the listing agreement does not apply.

24. MANAGEMENT DISCUSSION AND ANALYSIS:

Company not being listed at any recognized stock exchange at present, therefore, compliance of the listing agreement norms as required by the clause 49 (IV) (F) of the listing agreement does not apply.

25. ACKNOWLEDGEMENTS:

Your directors thank the Company's employees, vendors and other institutions for their continuous support.

The directors appreciate and value the contributions made by every member associated with the company.

M/s GANPATI INFRA BUILDCON PVT. LTD.
Aditya Kumar.
DIRECTOR

M/s GANPATI INFRA BUILDCON PVT. LTD.
DIRECTOR

For and on behalf of the Board of Directors
Place: PATNA

Date: 05/09/2015