

VAIBHAVLAXMI CONSTRUCTION CO. PVT LTD

Add: SR.3565 BLOCK-1752, PADMAVATI CEMENT ARTICLES NH-8 BAREIL
CHARRASTA, BAREIL, DASCROI GUJARAT-382425

CIN: U45200GJ2013PTC077746

NOTICE

NOTICE is hereby given that the 4th Annual General Meeting of the members of VAIBHAVLAXMI CONSTRUCTIONS CO. PRIVATE LIMITED will be held on 30th September, 2017, at 11.00 a.m., at the Registered Office of the Company at SR.3565 BLOCK-1752, PADMAVATI CEMENT ARTICLES NH-8 BAREIL CHARRASTA, BAREIL, DASCROI GUJARAT for transacting the following business :

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2017 and the Profit & Loss Account for the year ended on 31st March, 2017 and the Directors report and Auditors report for the year ended as on that date.
2. To consider and if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of the Companies Act, 2013, read with rules made there under, the appointment of KOTHARI SANGAWAT & ASSOCIATES Chartered Accountants (REGISTRATION NUMBER OF FIRM - 132985W), as Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting for be and is hereby ratified at the remuneration as may be decided by the Board of Directors.

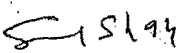
NOTES

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of company. The proxy form shall be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.

Place: Ahmedabad

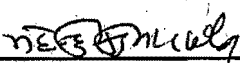
Date: 01.09.2017

By order of the Board,
For VAIBHAVLAXMI CONSTRUCTIONS CO PVT LTD


SUNILKUMAR JAIN

Director

DIN: 05172843


MAHENDRAKUMAR SHAH

Director

DIN: 07093236

VAIBHAVLAXMI CONSTRUCTION CO. PVT LTD

Add: SR 3565 BLOCK-1752, PADMAVATI CEMENT ARTICLES, NH-8 BAREJA CHAR RASTA,
BAREJA, DASCROI, GUJARAT 382425

CIN: U45200GJ2013PTC077746

DIRECTORS' REPORT

Dear Members,

VAIBHAVLAXMI CONSTRUCTION CO. PRIVATE LIMITED

Your Directors have pleasure in presenting the Annual Report together with the Audited Statement of Accounts of your Company for the financial year ended March 31, 2017.

FINANCIAL HIGHLIGHTS

Particulars	(Amount In Rs)	
	Year ended 31 st March 2017	Year ended 31 st March 2016
Turnover	39650000	-
Profit/(Loss) before taxation	85233	(3916040)
Less: Differed Tax	16099	5694
Profit/(Loss) after tax	69134	(3910346)
Add: Balance B/F from the previous year	(4525613)	(615267)
Balance Profit/(Loss) C/F to the next year	(4456479)	(4525613)

DIVIDEND

In view of the planned business growth, your Directors did not propose any dividend for the Financial Year ended March 31, 2017.

TRANSFER TO RESERVES

No amount was transferred to the reserves during the financial year ended 31st March, 2017.

MEETINGS OF THE BOARD OF DIRECTORS

During the financial year Meetings of the Board of Directors of the Company was held.

STATE OF THE COMPANY'S AFFAIRS AND FUTURE OUTLOOK

There has been no change in the business of the Company during the financial year ended 31st March, 2017.

CHANGE IN THE NATURE OF BUSINESS:

There is no Change in the nature of the business of the Company done during the year.

CHANGES IN SHARES CAPITAL:

The Company has not issued any Equity Shares during the year under review.

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BAREJA, DASCROI, GUJARAT-382425

CIN: U45200GJ2013PTC077746

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates and the date of this report

LOANS, GUARANTEES AND INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

EXTRACT OF ANNUAL RETURN

The extract of Annual Return in form no.MGT-9 as required under Section 92 of the Companies Act, 2013 for the financial year ending March 31, 2017 is annexed hereto as Annexure 1 and forms part of this report.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year ended 31st March, 2017 were on an arm's length basis and were in the ordinary course of business. Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted. Further, there are no materially significant related party transactions during the year under review made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. Thus, disclosure in Form AOC-2 is not required.

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

The details of conservation of energy, technology absorption, foreign exchange earning and outgo are as follows:

(a) Conservation of energy

(i)	the steps taken or impact on conservation of energy	Company's operation does not consume significant amount of energy.
(ii)	the steps taken by the company for utilizing alternate sources of energy.	Not applicable, in view of comments in clause (i)
(iii)	the capital investment on energy conservation equipment's	Not applicable, in view of comments in clause (i)

VAIBHAVLAXMI CONSTRUCTION CO. PVT LTD

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(b) Technology Absorption

(i)	the effort 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 (important during the last three years reckoned from the beginning of the financial year)	Nil
	(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	
(iv)	the expenditure incurred on Research and Development	Nil

(c) Foreign exchange earnings and outgo

During the year, the total foreign exchange used was Rs. Nil and the total foreign exchange earned was Rs. Nil

RISK MANAGEMENT

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence is very minimal.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

The Company has in place adequate internal financial controls with reference to financial statements. During the year under review, such controls were tested and no reportable material weakness in the design or operation were observed.

DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

There has been no change in the constitution of Board during the year under review i.e. the structure of the Board remains the same.

In view of the applicable provisions of the Companies Act, 2013, the Company is not mandatorily required to appoint any whole time KMPs.

DEPOSITS

The Company has accepted any deposits during the year under review.

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BAREJA, DARGOI, GUJARAT-382425

CIN: U45200GJ2013PTC077746

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint Venture or an Associate Company.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company is committed to provide a safe and conducive work environment to its employees. During the year under review, no case of sexual harassment was reported.

STATUTORY AUDITORS:

KOTHARI SANGAWAT & ASSOCIATES Chartered Accountants (REGISTRATION NUMBER OF FIRM - 132985W), Statutory Auditors were appointed during the Annual General Meeting held on 30.09.2014, until the conclusion 6th 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. 2017-2018 of KOTHARI SANGAWAT & ASSOCIATES Chartered Accountants (REGISTRATION NUMBER OF FIRM - 132985W), as statutory auditors of the company for the approval of Shareholders.

BOARD'S COMMENT ON THE AUDITORS' REPORT

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self explanatory.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- (a) in the preparation of the annual accounts for the year ended 31st March, 2017, the Company has followed the applicable accounting standards and there are no material departures from the same.
- (b) the Directors have 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 31st March, 2017 and of the profit and loss of the Company for that period;

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CIN: U45200GJ2013PTC077746

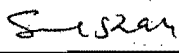
- (c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the Directors have prepared the annual accounts on a 'going concern' basis;
- (e) the Company being unlisted, sub clause (e) of section 134(3) of the Companies Act, 2013 pertaining to laying down internal financial controls is not applicable to the Company;
- (f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

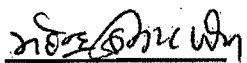
ACKNOWLEDGMENT

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, 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.

Date: 01.09.2017
Place: Ahmedabad

By order of the Board,
For, VAIBHAVLAXMI CONSTRUCTION CO PVT LTD


SUNILKUMAR JAIN
Director
DIN: 05172843


MAHENDRAKUMAR SHAH
Director
DIN: 07093236

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2017

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	U45200GJ2013PTC077746							
2	Registration Date	12/4/2013							
3	Name of the Company	VAIBHAVLAXMI CONSTRUCTION COMPANY 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	SR-3565, BLOCK-1752, PADMAVATI CEMENT ARTICLES, NH-8 BAREJA CHAR RASTA, BAREJA, DASCROI, GUJARAT 382425							
6	Whether listed company	NO							
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	-							

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	4100	100

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
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-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF		10,000	10,000	100.00%		10,000	10,000	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)	-	10,000	10,000	100.00%	-	10,000	10,000	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)	-	10,000	10,000	100.00%	-	10,000	10,000	100.00%	0.00%

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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) FIs			-	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%			-	0.00%	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%			-	0.00%	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)	-	10,000	10,000	100.00%	-	10,000	10,000	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	SUNILKUMAR JAIN	5,000	50.00%		5,000	50.00%		0.00%
2	MAHENDRAKUMAR SHAH	5,000	50.00%		5,000	50.00%		0.00%

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(iii) Change in Promoters' Shareholding : NIL

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				0.00%		0.00%
	Changes during the year				0.00%		0.00%
	At the end of the year			-	0.00%	-	0.00%

(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

NIL

(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	SUNILKUMAR JAIN						
	At the beginning of the year	01/04/2016		5,000	50.00%	5,000	50.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year	3/31/2017		-	0.00%	5,000	50.00%
2	MAHENDRAKUMAR SHAH						
	At the beginning of the year	01/04/2016		5,000	50.00%	5,000	50.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year	3/31/2017		-	0.00%	5,000	50.00%

V. INDEBTEDNESS

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

(Amt. Rs.)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	11,406,392.00	8,157,500.00	-	19,563,892.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	11,406,392.00	8,157,500.00	-	19,563,892.00
Change in Indebtedness during the financial year				
* Addition		2,616,277.00	-	2,616,277.00
* Reduction	3,766,672.00	-	-	3,766,672.00
Net Change	3,766,672.00	2,616,277.00	-	6,382,949.00
Indebtedness at the end of the financial year				
i) Principal Amount	7,639,720.00	10,773,777.00	-	18,413,497.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	7,639,720.00	10,773,777.00	-	18,413,497.00

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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/WT/ Manager		Total Amount
	Name	SUNILKUMAR JAIN	MAHENDRA SHAH	(Rs)
	Designation	DIRECTOR		
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income tax Act, 1961	900,000.00	300,000.00	1,200,000.00
	(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)	900,000.00	300,000.00	1,200,000.00
	Ceiling as per the Act			-

B. Remuneration to other Directors:NIL

SN.	Particulars of Remuneration	Name of Directors		Total Amount
				(Rs).
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			1,200,000.00
	Overall Ceiling as per the Act			

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

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
	Name				(Rs)
	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	-	-	-	-

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VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NIL					
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					