applewoods

BOARD'S REPORT

To,

The Members,

Your Directors have pleasure in presenting to you the 8th Annual Report of the Company together with the Financial Statement for the Financial Year ended March 31, 2015.

1. **Financial highlights of the Company**

Standalone		
Particulars	**2014-15**	**2013-14**
Gross Profit/(Loss) of the Company before providing for	19 73 97 618	4 86 84 817
Less :		
Depreciation	49 90 547	18 10 163
Taxation (Deferred Tax - Asset)	2 46 17 327	27 15 501
Provision for Tax net of Mat Credit Adjustment	4 05 00 000	89 00 000
MAT Credit entitlement of earlier year	- 16 47 784	-1 47 00 000
	6 84 60 089	- 12 74 336
Net Profit/ (Loss)	12 89 37 528	4 99 59 153
Add: Last year's carried forward balance	2 37 11 583	-2 62 47 570
APPROPRIATIONS:-		
Proposed Dividend	NIL	NIL
Tax on Dividend	NIL	NIL
Transfer to General Reserve	NIL	NIL
Balance carried to Balance Sheet	15 26 49 112	2 37 11 583

Consolidated		
Particulars	**2014-15**	**2013-14**
Gross Profit/(Loss) of the Company before providing for	19 76 31 658	
Less :		
Depreciation	49 90 547	
Taxation (Deferred Tax - Asset)	2 46 17 327	
Provision for Tax net of Mat Credit Adjustment	4 05 82 000	
MAT Credit entitlement of earlier year	- 16 47 784	
	6 85 42 089	
Net Profit/ (Loss)	12 90 89 568	NA
Add: Last year's carried forward balance		
APPROPRIATIONS:-		
Proposed Dividend	NIL	
Tax on Dividend	NIL	
Transfer to General Reserve	NIL	
Balance carried to Balance Sheet	12 90 89 568	

2. **Nature of Business**

Our Company's business is development of real estate projects. There is no change in the nature of Business of the Company and its subsidiary.

APPLEWOODS ESTATE PVT. LTD. *

3. **Transfer to Reserves**

The Board of Directors has not proposed to transfer any amount to reserves.

4. **Review of performance and state of its affairs:**

Our Company's Core business is development of Applewoods Township situate at S.P. Ring Road, Ahmedabad which consists of Residential Apartments, Villas, and Commercial shops and offices. Our Company being promoted by Gujarat's renowned corporate giant The Sandesh Group, the largest, most powerful and influential media house in Gujarat has attained credibility and high standards from its customers. The Company is committed to make available to its esteemed customers, the best of its class realty properties. The Applewoods Township has become a landmark place in its vicinity and has conquered the popularity in the state of Gujarat.

During the year under review, revenue from sale of residential units stood at Rs. 78,87,74,151/- and revenue from sale of commercial units stood at Rs. 3,36,82,000/-. Our Company continues to implement its strategy to concentrate on its core business.

5. **Material changes, transactions & commitments affecting the financial position of the Company.**

During the year under review, the Assessment Order reflecting the demand of Rs.67,76,63,900/- has been issued by the Income Tax Authority with respect to the AY 2012-13. The same is reflected in the financial statements under the head of contingent liability. Apart from the above, except as disclosed elsewhere in this report, no other material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and the date of this report.

6. **Board of Directors**

During the year, Board of Directors of the Company consists of following Three Directors,

Mr. Saurabh V. Shah	-	Executive Director
Mr. Sanjay Kumar Tandon	-	Director
Mr. Umesh Tanwar	-	Director

APPLEWOODS ESTATE PVT. LTD.

There is no change in the Board of Directors of the Company during the year under review. However, Mr. Saurabh V. Shah, Executive Director of the Company has resigned with effect from 05th August, 2015.

7. **Dividend**

The Directors' have not recommended any dividend for the period under consideration. The Company is in need of finance for further investments in the business and retaining its own profits will be the efficient method as there is no interest burden and liability on the Company to repay the amount. Our Directors' firmly believe that profits earned by the Company should be retained so as to get the benefit of good returns on investments, which will increase the earnings per share of the Company.

8. **Details of 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 material orders have been passed by any Regulator or Court or Tribunal which can have an impact on the going concern status and the Company's operations in future.

9. **Companies which have become or seized to be Subsidiaries, Joint Venture or Associate Companies.**

During the year under review, the Company has incorporated a Subsidiary Company named **"Stanford Operations and Maintenance Private Limited"**. Its Core business is to maintain & operate the Appewoods Township infrastructure. No other Company have become or seized to be Subsidiaries, Joint Venture or Associate Companies during the year.

10. **Details of Subsidiary/Joint Ventures/Associate Companies**

The Statement containing salient features of the financial statement of Stanford Operations & Maintenance Private Limited, Subsidiary of the Company is attached in **Annexure-A** to this report Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 in form AOC-1. The Company has no Associate Company/ Joint Venture. Hence, Part B of AOC-1 is not applicable to the Company.

APPLEWOODS ESTATE PVT. LTD.

Performance of Subsidiary Company:

Stanford Operations & Maintenance Private Limited, the Subsidiary Company, has been incorporated for operation and maintenance of the Applewoods Township Infrastructure. During the period under review, the Company has generated revenue of Rs 4,74,883/- from operations and profit after tax of Rs. 1,52,040/-.

11. Deposits

During the year under review, your Company did not accept any deposits in terms of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014. As on April 1, 2014, no amounts were outstanding which were classified as 'Deposits' under the applicable provisions of Companies Act, 2013 and hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Companies Act, 2013 is not applicable.

12. Statutory Auditors

M/s. Manubhai & Shah (Formerly known as Manubhai & Co.), Chartered Accountants, Ahmedabad (Firm Registration Number: 106041W), are the existing Statutory Auditors and were appointed for the term of five years from the conclusion of Seventh Annual General Meeting till the conclusion of sixth consecutive Annual General Meeting pursuant to section 139(1) of the Companies Act, 2013 and their appointment needs to be ratified by the members at every Annual General Meeting.

The Board recommend the appointment of M/s. Manubhai & Shah, the Statutory Auditors subject to ratification by Shareholders at every Annual General meeting at such remuneration as may be fixed by the Board of Directors of the Company.

13. Internal Financial Controls

The Company has appointed M/s Ajay J. Shah & Co., Chartered Accountants (FRN: 114262W) as its Internal Auditor to conduct the internal audit of the Company as detailed in the 'Scope of Internal Audit'. The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate.

APPLEWOODS ESTATE PVT. LTD.

During the year under review, no material or serious observation has been received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls.

14. Auditors' Report

There are no qualifications, reservations or adverse remarks made by M/s. Manubhai & Shah, the Statutory Auditors in their report for the Financial Year ended March 31, 2015 and the Statutory Auditors have not reported any incidence of fraud to the Board of Directors of the Company in the Financial Year under review.

15. Share Capital

The Authorised Share Capital of the Company as on 31st March, 2015 is Rs 30,000,000/-. Paid up Share Capital of the Company as on 31st March, 2015 is 18,125,210/-

The Company has issued following two class of Equity share:

Class of Equity Shares	No. of Paid up equity shares
Class A	13,12,521
Class B	5,00,000

Class A and Class B Equity Shares have a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held.

During the year under review, there is no change in the Share Capital of the Company. The Company has neither issued shares with differential voting rights nor granted stock options or sweat equity.

16. Provision of money by Company for purchase of its own shares by employees or by trustees for the benefit of employees

The Company has not made any provision of money for purchase of its own shares by employees or by trustees for the benefit of employees.

APPLEWOODS ESTATE PVT. LTD.

17. **Extract of the annual return**

The extract of the Annual Return in Form **MGT-9** as provided under Section 92(3) of the Act is at **Annexure-B.**

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

The Company is committed to conserve energy. The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are as follows:

(A) Conservation of energy:

(i) the steps taken or impact on conservation of energy	The Company adopts the policy of using energy efficiently and effectively at its site as well as head office.
(ii) the steps taken by the Company for utilising alternate sources of energy;	The Company has commenced use of LED lights to reduce energy consumption at its site and Head Office. Further, the Company has installed highly efficient lighting fixtures and old high power consumption light fittings have been replaced by low power consumption light fittings.
(iii) the capital investment on energy conservation equipments;	NIL.

(B) Technology absorption:

(i) the efforts made towards technology absorption;	Looking to the type of business, no steps towards technology absorption have been made.

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution;	Not Applicable
(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- (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; and	Not Applicable
(iv) the expenditure incurred on Research and Development.	NIL

(C) <u>Foreign exchange earnings and Outgo:</u>

(Amount in Rs)

Particulars	2014-15	2013-14
Foreign exchange earnings	50,02,449/-	72,18,149/-
Foreign exchange expense	47,54,092/-	28,92,717/-

19. **<u>Number of meetings of the Board of Directors</u>**

During the year under review, the Board of Directors has met 8 (Eight) times on the following days:

APPLEWOODS ESTATE PVT. LTD. *

Quarter I	Quarter II	Quarter III	Quarter IV
06 June-2014	18-Aug-2014	14-Oct-2014	10-Jan-2015
	01-Sep-2014	16-Oct-2014	20-Feb-2015
	05-Sep-2014		

20. Company's Policies

(i) *Risk management*

The Company has appointed M/s Ajay J. Shah & Co. as internal auditors of the Company. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on continuing basis. The Company's internal control system is commensurate with the nature, size and complexities of operations. The Board has not identified any risk which can threaten the existence of the Company. The Company is continuously reviewing the risk management process to further strengthen the same.

(ii) *Internal complaints Committee (Prevention of Sexual Harassment)*

The Company has made an Internal Complaint Committee for encouraging the disclosure of unfair practices within the Organization. The Company has also complied with The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules made thereunder. During the year under review, the Company has not received any complaints of sexual harassment.

(iii) Corporate Social Responsibility

Your Directors have constituted Corporate Social Responsibility Committee comprising Shri Sanjay Kumar Tandon and Shri Umesh Tanwar, the Directors of the Company. The said Committee has been entrusted with the responsibility of formulating and recommending a Corporate Social Responsibility Policy indicating the activities to be undertaken by the Company, monitoring the implementation of the framework of the said Policy and also recommending the amount to be spent on permissible activities under Corporate Society Responsibility.

APPLEWOODS ESTATE PVT. LTD.

21. Particulars of loans, guarantees or investments under section 186

The particulars of loans and guarantees given and the investments made under the provisions of section 186 of the Act are given separately in the Financial Statements of the Company read with the Notes to Accounts which may be read in conjunction with this Report.

22. Particulars of contracts or arrangements with related parties:

During the Year under review, there were no material related party transactions. The Register under section 189 of the Act is maintained and particulars of transactions are entered in the Register, wherever applicable. Further, suitable disclosure as required by the Accounting Standards (AS18) has been given in the Note No. 31 to the Financial Statements. As there were no materially significant related party transactions entered into by the Company with the related parties during the financial year under review, the details of the related party transactions as required under section 134(3)(h) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, as prescribed in Form AOC-2 of the said Rules is not applicable to the Company.

23. Managerial Remuneration:

Mr. Saurabh V. Shah, Executive Director of the Company is in receipt of remuneration in excess of the amounts specified in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Following are the details as required to be disclosed as per Rule 5(2).

- Designation- **Executive Director**
- Remuneration received - **Rs. 1,03,71,152/- (Rupees One Crore Three Lacs Seventy One Thousand One Hundred Fifty Two Only)**
- Nature of employment -**Non-Contractual**
- Qualification: **Bachelor in Science**
- Experience: **30 Years**
- Date of Commencement of employment: **01st December, 2012**
- Age: **58 Years**
- Last employment: **Saumya Constructions Private Limited**
- Whether the employee is a relative of any Director or manager of the Company: **No**

24. Directors' Responsibility Statement

Your Company's Directors make the following statement pursuant to Section 134(3)(c) and in terms of sub-section (5) of Section 134 of the Companies Act, 2013 (the Act) which is to the best of their knowledge and belief and according to the information and explanations obtained by them:

(a) In the preparation of the annual accounts, the applicable accounting standards have been followed to the extent applicable to the Company and there are no material departures in the adoption of the applicable Accounting Standards;

(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 at the end of the financial year and of the profit and loss of the Company for that period;

(c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act 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; and

(e) The Board of Directors has devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

25. Appreciation

Your Directors wish to place on record their appreciation for the co-operation and continued support extended to the Company by all its stakeholders.

For and on behalf of the Board of Directors of
Applewoods Estate Private Limited

Mr. Sanjay Kumar Tandon
DIN: 00055918
Chairman and Director

Place: Ahmedabad

Date: 01/09/2015

APPLEWOODS ESTATE PVT. LTD. *

"Annexure A"

Form AOC-I

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

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs)

1	Sl. No.:	1
2	Name of the subsidiary:	**STANFORD OPERATIONS & MAINTENANCE PRIVATE LIMITED**
3	Reporting period for the subsidiary concerned, if different from the holding Company's reporting period:	**18th June, 2014 – 31st March, 2015**
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.:	**NA**
5	Share capital:	**Rs. 1,00,000**
6	Reserves & surplus:	**1,52,040/-**
7	Total assets:	**29,77,440/-**
8	Total Liabilities:	**29,77,440/-**
9	Investments:	**NIL**
10	Turnover:	**4,74,883/-**
11	Profit before taxation:	**2,34,040/-**
12	Provision for taxation:	**82,000/-**
13	Profit after taxation:	**1,52,040/-**
14	Proposed Dividend:	**NIL**
15	Percentage of shareholding:	**99.99%**

Notes:

1. There is/are no other subsidiary/ies which is/are yet to commence operations
2. There is/are no subsidiary/ries which have been liquidated or sold during the year.

Part "B"
Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Not Applicable

For and on behalf of the Board of Directors of
Applewoods Estate Private Limited

APPLEWOODS ESTATE PVT. LTD.

Mr. Sanjay Kumar Tandon
DIN: 00055918
Chairman and Director

Place: Ahmedabad

Date: 01/09/2015

"Annexure B"

FORM NO. MGT-9

EXTRACT OF ANNUAL RETRUN

AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 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	:U45201GJ2007PTC052343
ii)	Registration Date	:14th December, 2007
iii)	Name of the Company	:APPLEWOODS ESTATE PRIVATE LIMITED
iv)	Category/Sub-Category of the Company	:Private Limited Company having Share Capital
v)	Address of the Registered Office and Contact details	:BLOCK NO. 16, ABHISHREE CORPORATE COMPLEX, OPP. MADHURYA RESTAURANT, ISCON-AMBLI ROAD, AHMEDABAD- 380058 Email: cs@sandesh.com Phone: 02717 324138
vi)	Whether listed Company	:No
vii)	Name, Address and contact details of Registrar and Transfer Agent, if any	: Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products/ Services	NIC code of the Products/Services	% of total turnover of the Company
1	Real Estate Activities	681	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of Shares held	Applicable Section
1	STANFORD OPERATIONS & MAINTENANCE PRIVATE LIMITED 1ST FLOOR,BLOCK NO.16, ABHISHREE CORPORATE COMPLEX, OPP. MADHURYA RESTAURANT, ISCON-AMBLI ROAD, AHMEDABAD-380058	U74200GJ2014PTC079835	SUBSIDIARY	99.99%	Section 2(87)(ii)

APPLEWOODS ESTATE PVT. LTD. *

IV. SHAREHOLDING 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) PROMOTERS									
(1) INDIAN									
(a) Individual/ HUF	0	158500	158500	8.74	0	158500	158500	8.74	0
(b) Central Government	0	0	0	0	0	0	0	0	0
(c) State Government(s)	0	0	0	0	0	0	0	0	0
(d) Bodies Corporate	0	1654021	1654021	91.26	0	1654021	1654021	91.26	0
(e) Banks / Financial Institutions	0	0	0	0	0	0	0	0	0
(f) Any Other(specify)	0	0	0	0	0	0	0	0	0
SUB-TOTAL (A)(1) ▶	0	**1812521**	**1812521**	**100**	0	**1812521**	**1812521**	**100**	0
(2) FOREIGN									
(a) NRIs-Individuals	0	0	0	0.00	0	0	0	0.00	0.00
(b) Other – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
© Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(d) Banks/ Financial Institution	0	0	0	0.00	0	0	0	0.00	0.00
(e) Any Other (specify)	0	0	0	0.00	0	0	0	0.00	0.00
SUB-TOTAL (A)(2) ▶	0	0	0	0.00	0	0	0	0.00	0.00
TOTAL SHAREHOLDING OF PROMOTER(A)=(A)(1)+(A)(2) ▶	0	**1812521**	**1812521**	**100**	0	**1812521**	**1812521**	**100**	0

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	
(B)	Public shareholding									
(1)	INSTITUTIONS									
(a)	Mutual Funds	0	0	0	0.00	0	0	0	0.01	0.00
(b)	Banks/Financial Institutions	0	0	0	0.00	0	0	0	0.00	0.00
©	Central Government	0	0	0	0.00	0	0	0	0.00	0.00
(d)	State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(f)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(g)	Foreign Institutional Investors	0	0	0	0.00	0	0	0	0.00	0.00
(h)	Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Any Other (specify)	0	0	0	0.00	0	0	0	0.00	0.00
	SUB-TOTAL (B)(1) ▶	**0**	**0**	**0**	0.00	**0**	**0**	**0**	0.00	0.00
(2)	**NON-INSTITUTIONS**									
(a)	Bodies Corporate									
	i) Indian	0	0	0	0.00	0	0	0	0.00	0.00
	ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Individuals –									
	i) Individual share-holders holding nominal share capital up to Rs.1 Lakh	0	0	0	0.00	0	0	0	0.00	0.00
	ii) Individual share-holders holding nominal share capital in excess of Rs.1 Lakh	0	0	0	0.00	0	0	0	0.00	0.00
©	Others (specify)									
	i) Hindu Undivided Family	0	0	0	0.00	0	0	0	0.00	0.00
	ii) Non-Resident Individual	0	0	0	0.00	[illegible]	[illegible]	0	0.00	0.00

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	
	SUB-TOTAL (B)(2) ▶	0	0	0	0.00	0	0	0	0.00	0.00
	TOTAL PUBLIC SHAREHOLDING (B)=(B)(1)+(B)(2) ▶	0	0	0	0.00	0	0	0	0.00	0.00
©	Shares held by Custodians for GDRs & ADRs	0	0	0	0.00	0	0	0	0	0.00
	GRAND TOTAL (A)+(B)+(C) ▶	0	1812521	1812521	100		1812521	1812521	100	0.00

(ii) **Shareholding of promoters**

Sl. No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held 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.	The Sandesh Limited	158168	8.73	NIL	158168	8.73	NIL	0.00
2.	Sandesh Procon LLP	1283153	70.79	NIL	1283153	70.79	NIL	0.00
3.	Falgunbhai Chimanbhai Patel (HUF)	23500	1.29	NIL	23500	1.29	NIL	0.00
4.	Falgunbhai Chimanbhai Patel	88500	4.88	NIL	88500	4.88	NIL	0.00
5.	Parthiv Falgunbhai Patel	46500	2.56	NIL	46500	2.56	NIL	0.00
6.	Satyesh Prochem LLP	15000	0.83	NIL	15000	0.83	NIL	0.00
7.	Scabious Enterprise LLP	12500	0.69	NIL	12500	0.69	NIL	0.00

Sl. No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held 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	
8.	Saintfoin Enterprise LLP	18500	1.02	NIL	18500	1.02	NIL	0.00
9	Saumya Constructions Private Limited	166700	9.19	NIL	166700	9.19	NIL	0.00
	Total ▶	1812521	100	NIL	1812521	100	NIL	0.00

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

There is no change in the shareholding of the Promoters. (Please refer (ii) above)

(iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year		Date wise increase/decrease in shareholding during the year specifying the reasons for increase/decrease				Cumulative shareholding during the year	
		No. of Shares	% of total Shares of the Company	Date	Reason	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	Not Applicable	0	0	01.04.2014	Beginning of the year			0	0
				-----	No Change during the year	0	N.A.	0	0
				31.03.2015	At the end of the year			0	0

(v) Shareholding of Directors and Key Managerial Personnel :

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year		Date wise increase/decrease in shareholding during the year specifying the reasons for increase/decrease				Cumulative shareholding during the year	
		No. of Shares	% of total Shares of the Company	Date	Reason	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1.	Saurabh Vikrambhai. Shah (Executive Director)	0	N.A.	01.04.2014	Beginning of the year	0		0	N.A.
				-----	No Change during the year	0	N.A	0	N.A.
				31.03.2015	At the end of the year	0		0	N.A.
2.	Sanjay Kumar Tandon (Director)	0	N.A.	01.04.2014	Beginning of the year	0		0	N.A.
				-----	No Change during the year	0	N.A.	0	N.A.
				31.03.2015	At the end of the year	0		0	N.A.
3.	Umesh Tanwar (Director)	0	N.A.	01.04.2014	Beginning of the year	0		0	N.A.
				-----	No Change during the year	0	N.A.	0	N.A.
				31.03.2015	At the end of the year	0		0	N.A.

APPLEWOODS ESTATE PVT. LTD. *

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	7 28 24 841	117 53 64 000	NIL	124 81 88 841
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii Interest accrued but not due	NIL	45 11 23 008	NIL	45 11 23 008
TOTAL (i)+(ii)+(iii)	7 28 24 841	162 64 87 008	NIL	169 93 11 849
Change in Indebtedness during the Financial Year				
Addition	2 27 50 705	103 75 00 000	NIL	106 02 50 705
Reduction	NIL	69 00 00 000	NIL	69 00 00 000
NET CHANGE	2 27 50 705	34 75 00 000	NIL	37 02 50 705
Indebtedness at the end of the financial year				
i) Principal Amount	9 55 75 546	152 28 64 000	NIL	161 84 39 546
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	62 27 36 903	NIL	62 27 36 903
TOTAL (i)+(ii)+(iii)	9 55 75 546	214 56 00 903	NIL	224 11 76 449

** Secured loan is Overdraft secured against FD.

APPLEWOODS ESTATE PVT. LTD.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs. In Lacs)

Sr. No.	Particulars of Remuneration	Name of MD/Whole-Time-Director/Manager		Total Amount
		NA	NA	
1.	Gross Salary	NA	NA	NA
	(a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961	NA	NA	NA
	(b) Value of perquisites u/s. 17(2) Income-Tax Act, 1961	NA	NA	NA
	(c) Profits in lieu of salary under section 17(3) Income-Tax Act, 1961	NA	NA	NA
2.	Stock Option	NA	NA	NA
3.	Sweat Equity	NA	NA	NA
4.	Commission	NA	NA	NA
	- As % of Profit	NA	NA	NA
	- Others, specify	NA	NA	NA
5.	Others, please specify	NA	NA	NA
	TOTAL (A)	NA	NA	NA
	Ceiling as per the Act	NA	NA	NA

B. Remuneration to other directors:

(Rs. In Lacs)

Sr. No.	Particulars of Remuneration	Name of Director		Total Amount
		Mr. Sanjay Kumar Tandon	Mr. Umesh Tanwar	
1.	Independent Directors	NA	NA	NA
	(a) Fee for attending Board Committee Meeting	NA	NA	NA
	(b) Commission	NA	NA	NA

	(c) Others, please specify	NA	NA	NA
	TOTAL (1)	NA	NA	NA
2.	Other Non-Executive Directors	NIL	NIL	NIL
	(a) Fee for attending Board Committee Meeting	NIL	NIL	NIL
	(b) Commission	NIL	NIL	NIL
	(c) Others, please specify	NIL	NIL	NIL
	TOTAL (2)	NIL	NIL	NIL
	TOTAL (B) = (1+2)	NIL	NIL	NIL
	Total Managerial Remuneration	NIL	NIL	NIL
	Overall Ceiling as per the Act	NA		NA

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD :

(Rs. In Lacs)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Not Applicable	Not Applicable	
1.	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961	0.00	0.00	0.00
	(b) Value of perquisites u/s. 17(2) Income-Tax Act, 1961	0.00	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income-Tax Act, 1961	0.00	0.00	0.00
2.	Stock Option	0.00	0.00	0.00
3.	Sweat Equity	0.00	0.00	0.00
4.	Commission			
	- As % of Profit	0.00	0.00	0.00
	- Others, specify	0.00	0.00	0.00
5.	Others, please specify	0.00	0.00	0.00
	TOTAL	0.00	0.00	0.00

ESTATE PVT. LTD.

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NONE

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	-----	-----	-----	-----	-----

For, APPLEWOODS ESTATE PRIVATE LIMITED

APPLEWOODS ESTATE PVT. LTD. *

DIRECTOR
Mr. Sanjay Kumar Tandon
(DIN: 00055918)

Place : Ahmedabad
Date : 01/09/2015