**PACIFICA (INDIA) PROJECTS PVT LTD (Earlier known as Pacifica (Chennai Old Mahabalipuram Road Project) Infrastructure Co. Pvt. Ltd.**
CIN: U45200GJ2005PTC046579
Regd Office: 33, Amrapalash Bunglows, B/h Fun Republic, Ramdevnagar, Ahmedabad, Gujarat-380015
Ph No:(079) 40027783/84/85, Fax No: (079)-40027786, Website: www.pacificacompanies.co.in

# NOTICE

NOTICE is hereby given that the **13th** Annual General Meeting of the members Of **Pacifica (India) Projects Pvt Ltd (Earlier known as Pacifica (Chennai Old Mahabalipuram Road Project) Infrastructure Co. Pvt. Ltd.** will be held on **Saturday, 29th day of September, 2018** at 6:00 P.M. at the Registered Office of the Company at 33, Amrapalash Bunglows, B/h Fun Republic, Ramdevnagar, Ahmedabad-380015 to transact the following business:

## ORDINARY BUSINESS

1. To receive, consider and adopt Statement of Profit & Loss Account for the year ended 31st March 2018 and Balance Sheet as on that date together with Directors' Report and Auditor's Report thereon.

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 section 139 and other applicable provisions if any of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, appointment of B S R & Associates LLP (FRN:116231W/W-100024), Chartered Accountants, Ahmedabad as the statutory auditors of the company in the previous Annual General Meeting be and is hereby ratified for the FY 2018-19 at such Terms and Conditions and such remuneration as may be decided by Board of Directors and Auditors.

**For, Pacifica (India) Projects Pvt Ltd**

**(Rakesh Israni)**
**Chairman**

**Date**: 29/09/2018
**Place**:Ahmedabad

**NOTE:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ANOTHER MEMBER AS PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF.

2. A PROXY TO BE VALID MUST REACH AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS PRIOR TO THE APPOINTED TIME OF MEETING.

# DIRECTOR'S REPORT

To
The Members,
**Pacifica (India Projects) Pvt. Ltd**

Your Directors have pleasure in presenting the 13th Annual Report on the business and operations of your Company along with the standalone and consolidated summary financial statements for the year ended 31 March, 2018

## FINANCIAL RESULTS

(Rs.)

| Particulars | Standalone | | Consolidated Year ended | |
|---|---|---|---|---|
| | Year ended 31-03-18 | Year ended 31-03-17 | Year ended 31-03-18 | Year ended 31-03-17 |
| Income | **931570043** | 468522891 | **1,292,646,388** | 789769989 |
| Profit/(Loss) before Depreciation and Tax | **23309693** | 25576085 | **110401173** | 98010011 |
| Depreciation | **914757** | 546012 | **60,639,481** | 64112595 |
| PROFIT/(LOSS) BEFORE TAX | **22394936** | 25030073 | **49,761,692** | 33897416 |
| Taxation For Earlier years | 0 | 24249 | **0** | 24249 |
| Provision for Deferred Tax Liability. | **34724170** | 8269273 | **34,705,597** | 8269273 |
| PROFIT/(LOSS) AFTER TAX | **(12329234)** | 16760800 | **15,056,095** | 25628143 |
| Balance brought forward from Balance Sheet | 444389089 | 427637289 | **(86,785,263)** | (112508115) |
| Profit available for appropriation | **432068855** | 444389089 | **(71,681,846)** | (86785263) |
| Reserve pursuant to the scheme of amalgamation | 49061015 | 49061015 | **49061015** | 49061015 |
| **APPROPRIATIONS** | | | | |
| | | | | |
| Transfer to General Reserve | **0.00** | 0.00 | 0.00 | 0.00 |
| Dividend | **0.00** | 0.00 | 0.00 | 0.00 |
| Dividend Tax | **0.00** | 0.00 | 0.00 | 0.00 |
| Balance carried to Balance Sheet | **432068855** | 444389089 | **(22,620,831)** | (37724248) |

## DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

No fraud has been reported by the Auditor under Sub-Section (12) of Section 143 of the Act.

## DIVIDEND

The directors do not recommend any dividend for the year ended 31st March, 2018.

## CHANGE IN THE NATURE OF BUSINESS, IF ANY

There are no changes in the nature of business during the FY 2017-18

## MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No material changes and commitments affecting the financial position of the Company occurred between and the end of the financial year to which this financial statements relate on the date of this report.

## 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

There are no significant or material orders passed by any regulatory authority or courts or tribunals which may impact the going concern status and company's operations in future

## DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

Following are the details of Subsidiary/Joint Ventures/Associate Companies:

| Sr No | Entity | % of investment |
|---|---|---|
| 1. | E-Lights Technopark Pvt ltd | 100% |
| 2. | Real Vastu Homes Pvt Ltd | 100% |

## PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENT

We have Two wholly owned subsidiary companies E-lights Technopark Ltd and Real Vastu Homes Pvt Ltd and no associate companies as on 31st March, 2018. During the year, the Board of Directors (the Board) reviewed the affairs of the subsidiaries. We have, in accordance with Section 129(3) of the Companies Act, 2013 prepared consolidated financial statements of the Company and its subsidiaries, which form part of the Annual Report. Further, the report on the performance and financial position of the subsidiary and salient features of the financial statements in the prescribed Form AOC-1 is annexed to this report [Annexure 2]

## DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review.

## DECLARATION OF INDEPENDENT DIRECTORS

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to our Company.

## STATUTORY AUDITORS

B S R & Associates LLP (FRN:116231W/W-100024), Chartered Accountants, Ahmedabad was appointed as Statutory Auditors of the company for FY 2014-15, to hold the office from conclusion of last AGM held on 30th September 2014 till the conclusion of the AGM to be held in 2019. The company has received their eligibility letters to be appointed as the statutory auditor for FY 2018-19 subject to the ratification of their appointment in every Annual General Meeting at such Terms and Conditions and such remuneration as may be decided by Board of Directors and Auditors. The Company has received a certificate from the above Auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

## SHARE CAPITAL

a. **BUY BACK OF SECURITIES**
   The Company has not bought back any of its securities during the year under review.

b. **SWEAT EQUITY**
   The Company has not issued any Sweat Equity Shares during the year under review.

c. **BONUS SHARES**
   No Bonus Shares were issued during the year under review.

d. **EMPLOYEES STOCK OPTION PLAN**
   The Company has not provided any Stock Option Scheme to the employees.

## EXTRACT OF THE ANNUAL RETURN

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in Annexure A and is attached to this Report.

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

In view of the nature of activities which are being carried out by the Company, Rules 2A and 2B of the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, concerning conservation of energy and technology absorption respectively are not applicable to the Company.

The particulars with respect to the Foreign Exchange earnings and outgo are as under:

| PARTICULARS | 2017-2018 | 2016-2017 |
|---|---|---|
| Earnings | 0.00 | 0.00 |
| Outgo | 0.00 | 7227838 |

## DIRECTORS

There has been no change in the Board of Directors during the year under review. As per the Articles of the Company no Directors are liable to retire by rotation.

## NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the financial year under review, 14 (Fourteen) Board meetings were conducted by the Board Of Directors of the company.

| No. of Board Meeting | Date of the meeting |
|---|---|
| 01/2017-18 | 15.04.2017 |
| 02/2017-18 | 25.05.2017 |
| 03/2017-18 | 08.06.2017 |
| 04/2017-18 | 29.08.2017 |
| 05/2017-18 | 07.09.2017 |
| 06/2017-18 | 11.09.2017 |
| 07/2017-18 | 27.09.2017 |
| 08/2017-18 | 28.09.2017 |
| 09/2017-18 | 09.10.2017 |
| 10/2017-18 | 17.11.2017 |
| 11/2017-18 | 12.12.2017 |
| 12/2017-18 | 30.12.2017 |
| 13/2017-18 | 19.01.2018 |
| 14/2017-18 | 19.03.2018 |

## DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

## PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

Provisions of Section 186 of the Companies Act, 2013 is not applicable to the company.

## PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The details of the contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review is as follows:

| Sr No | Nature of transaction | Amount |
|---|---|---|
| 1. | Slump Sale Transfer | 150500130 |
| 2. | Transfer against Slump Sale | (15000000) |

## EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS

There were no qualifications, reservations or adverse remarks made by the Auditors in their report. The provisions relating to submission of Secretarial Audit Report is not applicable to the Company.

## MANAGERIAL REMUNERATION

During the year under review, the Company has paid total managerial remuneration of Rs 600000 to its directors Mr Rakesh Israni & Mrs Gunjan Israni in accordance with the compliance with Companies Act 2013 & other applicable laws.

## DIRECTORS' RESPONSIBILITY STATEMENT

The Directors' Responsibility Statement referred to in clause (*c*) of sub-section (*3*) of Section 134 of the Companies Act, 2013, shall state 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 Company being unlisted, sub clause (e) of section 134(5) of the Companies Act, 2013 pertaining to laying down internal financial controls is not applicable to the Company; and

f) 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.

## ACKNOWLEDGEMENTS

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

**For and on behalf of the Board of Directors**

**Place**: Ahmedabad
**Date**: 29.09.2018

**Rakesh Israni**
**(DIN: 00012485)**

<u>**ANNEXURE-A**</u>

**FORM NO. MGT-9**

**EXTRACT OF ANNUAL RETURN**
**as on the financial year ended on <u>2017--18</u>**

[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** | U45200GJ2005PTC046579 |
| (ii) | **Registration Date** | 9/8/2005 |
| (iii) | **Name of the Company** | PACIFICA (INDIA) PROJECTS PVT LTD.* |
| (iv) | **Category / Sub-Category of the Company** | Private Limited Company |
| (v) | **Address of the Registered office and contact details** | 33, Amrapalash Bunglows, B/h Fun Republic, Ramdevnagar, Ahmedabad-380015 |
| (vi) | **Whether listed company** | ~~Yes~~ / 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 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 |
|---|---|---|---|
| (i) | Real Estate | 701 | 100% |

*Earlier known as Pacifica (Chennai Old Mahabalipuram Road Project) Infrastructures Co Pvt Ltd.

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

| S. N0 | NAME AND ADDRESS OF THE COMPANY | CIN/GLN | HOLDING/ SUBSIDIARY / ASSOCIATE | % of shares held | Applicable Section |
|---|---|---|---|---|---|
| 1. | Pac OMR Ventures Ltd | -- | Holding Company | 90.24% | 2(87)(ii) |
| 2. | Elights Technopark Pvt Ltd | U45209TN2005PTC056772 | Subsidiary Company | 100% | 2(87)(ii) |
| 3. | Real Vastu homes Pvt ltd (earlier known as Constantine Logistics park Pvt Ltd) | U70101GJ2015PTC081899 | Subsidiary Company | 100% | 2(87)(ii) |

## 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 | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| **A. Promoters** | | | | | | | | | |
| **1) Indian** | | | | | | | | | |
| a) Individual/ ~~HUF~~ | 00 | 413325 | 413325 | 9.44 | 413325 | 413325 | 00 | 9.44 | 00 |
| b) Central Govt | | | | | | | | | |
| c) State Govt | | | | | | | | | |
| d) Bodies Corp. | 00 | 00 | 00 | 00% | 00 | 00 | 00 | 00 | 0% |
| e) Banks / FI | | | | | | | | | |
| f) Any Other…. | | | | | | | | | |
| **Sub-total (A) (1):-** | 00 | 413325 | 413325 | 9.44% | 00 | 413325 | 413325 | 9.44% | |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| **2) Foreign**<br>a) NRIs Individuals<br>b) Other–Individuals<br>c) Bodies Corp.<br>d) Banks / FI<br>e) Any Other…. | 00 | 3801859 | 3801859 | 86.81% | 00 | 3801859 | 3801859 | 86.81% | 00 |
| **Sub-total (A) (2):-** | | | | | | | | | |
| **Total shareholding of Promoter (A) = (A)(1)+(A)(2)** | 00 | 4212859 | 4212859 | 96.25% | 00 | 4215184 | 4215184 | 96.25% | 00 |
| **B. Public Shareholding** | | | | | | | | | |
| 1) **Institutions**<br>a) Mutual Funds<br>b) Banks / FI<br>c) Central Govt<br>d) State Govt(s)<br>e) Venture Capital Funds<br>f) Insurance Companies<br>g) FIIs<br>h) Foreign Venture Capital Funds<br>i) Others (specify) | 00 | 00 | 00 | 00 | 00 | 00 | 00 | 00 | 00 |
| **Sub-total (B)(1):-** | 00 | 00 | 00 | 00 | 00 | 00 | 00 | 00 | 00 |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| 2) **Non- Institution** | 00 | 00 | 00 | 00 | 00 | 00 | 00 | 00 | 00 |
| a) **Bodies Corp.**<br>(i) Indian<br>(ii) Overseas | 00 | 164534 | 164534 | 3.75% | 00 | 164534 | 164534 | 3.75% | 00% |
| b) **Individuals** | | | | | | | | | |
| (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | 00 | 00 | 00 | 0.00% | 00 | 00 | 00 | 00 | 00% |
| (ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | 00 | 0 | 0 | 00% | 00 | 0 | 00 | 0.00% | 00% |
| c) **Others** (specify) | | | | | | | | | |
| **Sub-total** (B)(2):- | **00** | 164534 | 164534 | **3.75%** | **00** | 164534 | 164534 | **3.75%** | **00%** |
| **Total Public Shareholding (B)=(B)(1)+ (B)(2)** | 00 | 00 | 00 | 00 | 00 | 00 | 00 | 00 | 00 |
| C. **Shares held by Custodian for GDRs & ADRs** | 00 | 00 | 00 | 00 | 00 | 00 | 00 | 00 | 00 |
| **Grand Total** (A+B+C) | **00** | **4379718** | **4379718** | **100%** | **00** | **4379718** | **4379718** | **100%** | **00%** |

(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 Shares Pledged/ encumbered to total shares | No. of Shares | % of total Shares of the company | %of Shares Pledged/ encumbered to total shares | |
| 1 | Pac OMR Ventures Ltd | 3801859 | 86.81% | 00% | 3801859 | 86.81% | 00% | 0.00% |
| 2 | Rakesh Israni | 100 | 0.001% | 00% | 100 | 0.001% | 00% | 0.00% |
| 3 | Gunjan Israni | 100 | 0.001% | 00% | 100 | 0.001% | 00% | 0.00% |
| 4 | Gunjan Israni (Rs 1/-) | 411000 | 9.44% | 0% | 411000 | 9.44% | 0% | 0.00% |
| | **TOTAL** | **4213059** | **96.25%** | **00%** | **4213059** | **96.25%** | **00%** | **00%** |

**(iii) Change in Promoters' Shareholding (please specify, if there is no change) : None**

| Sl. No. | Particulars | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|---|---|---|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| i. | At the beginning of the year | 4213059 | 96.25% | 4213059 | 96.25% |
| ii. | Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ | | | | |
| iii. | At the End of the year | 4213059 | 96.25% | 4213059 | 96.25% |

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

| Sl. No. | For Each of the Top 10 Shareholders | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|---|---|---|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| i. | At the beginning of the year | 164534 | 3.75 | 164534 | 3.75 |
| ii. | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc): | 0.00 | 0.00 | 0.00 | 0.00 |
| iii. | At the End of the year ( or on the date of separation, if separated during the year) | 164534 | 4.11 | 164534 | 4.11 |

*(v) Shareholding of Directors and Key Managerial Personnel :* **NONE**

| Sl. No | For Each of the Directors and KMP | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|---|---|---|
| | | No. of shares | % of total shares of the | No. of shares | % of total shares of the company |
| | **RAKESH ISRANI** | | | | |
| i. | At the beginning of the year | 100.00 | 0.001 | 100.00 | 0.001 |
| ii. | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | 0.00 | 0.00 | 0.00 | 0.00 |
| iii. | At the End of the year | 100.00 | 0.001 | 100.00 | 0.001 |
| | **GUNJAN ISRANI** | | | | |
| i. | At the beginning of the year | 413225 | 9.44% | 413225 | 9.44 |
| ii. | Date wise Increase / Decrease in Share holding during the year | 00 | 0.00 | 0 | 0 |
| iii. | At the End of the year | 413225.00 | 9.44% | 413225 | 9.44 |

## 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**<br>i) Principal Amount<br>ii) Interest due but not paid<br>iii) Interest accrued but not due | 403727011<br>536526<br>2846239 | 0 | 00 | 403727011<br>536526<br>2846239 |
| **Total (i+ii+iii)** | **407109776** | **0.00** | **0.00** | **407109776** |
| **Change in Indebtedness during the financial year**<br>· Addition<br>· Reduction | 55285559 | 0 | 0 | 55285559 |
| **Net Change** | **55285559** | **.00** | **0.00** | **55285559** |
| **Indebtedness at the end of the financial year**<br>i) Principal Amount<br>ii) Interest due but not paid<br>iii) Interest accrued but not due | 459006929<br>407251<br>2981155 | **.00** | **0.00** | 459006929<br>407251<br>2981155 |
| **Total (i+ii+iii)** | **462395335** | **.00** | **0.00** | **462395335** |

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL : NONE

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

| Sl. no. | Particulars of Remuneration | Name of MD/WTD/ Manager | | | | Total Amount |
|---|---|---|---|---|---|---|
| 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 | 0.00 | 0.00 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | 0.00 | 0.00 | 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 | 0.00 | 0.00 |
| 2. | Stock Option | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| 3. | Sweat Equity | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| 4. | Commission<br>- as % of profit<br>- others, specify... | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| 5. | Others, please specify | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total (A) | **0.00** | **0.00** | **0.00** | **0.00** | **0.00** |
| | Ceiling as per the Act | **0.00** | **0.00** | **0.00** | **0.00** | **0.00** |

**B. Remuneration to other directors:**

| Sl. no. | Particulars of Remuneration | Name of Directors | | | | Total Amount |
|---|---|---|---|---|---|---|
| | | **Rakesh Israni** | **Gunjan Israni** | ------ | ----- | |
| 1. | Executive Directors<br>Salary | 300000 | 300000 | ---- | ---- | 600000 |
| 2. | Independent Directors<br><br>· Fee for attending board committee meetings<br>· Commission<br>· Others, please specify | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total (1) | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| 3. | Other Non-Executive Directors<br><br>· Fee for attending board committee meetings<br>· Commission<br>· Others, please specify | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total (2) | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total (B)=(1+2) | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total Managerial Remuneration | **300000** | **300000** | ---- | ---- | **600000** |
| | Overall Ceiling as per the Act | NA | NA | NA | NA | NA |

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD : NONE

| Sl. no. | Particulars of Remuneration | Key Managerial Personnel | | | |
|---|---|---|---|---|---|
| | | CEO | Company Secretary | CFO | Total |
| 1. | Gross salary<br>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 0.00 | 0.00 | 0.00 | 0.00 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | 0.00 | 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 | 0.00 |
| 2. | Stock Option | 0.00 | 0.00 | 0.00 | 0.00 |
| 3. | Sweat Equity | 0.00 | 0.00 | 0.00 | 0.00 |
| 4. | Commission<br>- as % of profit<br>- others, specify | 0.00 | 0.00 | 0.00 | 0.00 |
| 5. | Others, please specify | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | **0.00** | **0.00** | **0.00** | **0.00** |

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 | | | | | |

**For and on behalf of the Board of Directors**

**Place**: Ahmedabad
**Date**: 29.09.2018

**Rakesh Israni**
**(DIN: 00012485)**

## Annexure 2

### AOC-1

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

### Part "A": Subsidiaries

| **Name of the subsidiary**<br>**Elights Technopark Pvt Ltd**<br>**(CIN U45209TN2005PTC056772)** | |
|---|---|
| 1. Reporting period for the subsidiary concerned, if different from the holding company's reporting period | - |
| 2. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. | - |
| 3. Share capital (Rs.) | 100000 |
| 4. Reserves & surplus | (503347842) |
| 5. Total assets | 717624449 |
| 6. Total Liabilities | 717624449 |
| 7. Investments | 0 |
| 8. Turnover | 361076345 |
| 9. Profit before taxation | 87192475 |
| 10. Provision for taxation | 0 |
| 11. Profit after taxation | 27504936 |
| 12. Proposed Dividend | 0.00 |
| 13. % of shareholding | 0.00 |

| Name of the subsidiary<br>**Real Vastu Homes Pvt Ltd**<br>**(CIN U70101GJ2015PTC081899)** | |
|---|---|
| 1. Reporting period for the subsidiary concerned, if different from the holding company's reporting period | - |
| 2. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. | - |
| 3. Share capital (Rs.) | 100000 |
| 4. Reserves & surplus | (297510) |
| 5. Total assets | 739291 |
| 6. Total Liabilities | 739291 |
| 7. Investments | 0 |
| 8. Turnover | 0 |
| 9. Profit before taxation | (40706) |
| 10. Provision for taxation | (0) |
| 11. Profit after taxation | (40706) |
| 12. Proposed Dividend | 0.00 |
| 13. % of shareholding | 0.00 |

| **Name of the subsidiary**<br>**Pacifica Construction Pvt Ltd**<br>**(CIN U45201GJ2007PTC051167)** | |
|---|---|
| 1. Reporting period for the subsidiary concerned, if different from the holding company's reporting period | - |
| 2. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. | - |
| 3. Share capital (Rs.) | 100000 |
| 4. Reserves & surplus | (164556) |
| 5. Total assets | 864782988 |
| 6. Total Liabilities | 864782988 |
| 7. Investments | 3829561 |
| 8. Turnover | 0 |
| 9. Profit before taxation | (97474) |
| 10. Provision for taxation | (0) |
| 11. Profit after taxation | (97474) |
| 12. Proposed Dividend | 0.00 |
| 13. % of shareholding | 0.00 |

The following information shall be furnished:-

1. **Names of subsidiaries which are yet to commence operations – None**

2. **Names of subsidiaries which have been liquidated or sold during the year- None**

**Part "B": Associates and Joint Ventures –**

| Name of Associates/Joint Ventures | A Ltd. | B Ltd. | C Ltd. |
|---|---|---|---|
| 1. Latest audited Balance Sheet Date<br>2. Shares of Associate/Joint Ventures held by the company on the year end<br>No.<br>Amount of Investment in Associates/Joint Venture<br>Extend of Holding %<br>3. Description of how there is significant influence<br>4. Reason why the associate/joint venture is not consolidated<br>6. Networth attributable to Shareholding as per latest audited Balance Sheet<br>7. Profit / Loss for the year<br>i. Considered in Consolidation<br>ii. Not Considered in Consolidation | **The company does not have associate concerns or Joint Venture Company.** | | |

The following information shall be furnished:-

1. **Names of associates or joint ventures which are yet to commence operations-None**
2. **Names of associates or joint ventures which have been liquidated or sold during the year.-None**

| | |
|---|---|
| **For and on behalf of the Board of Directors of Pacifica India Projects Private Limited** | |
| **CIN No: U45200GJ2005FTC047249** | |
| **Rakesh Israni** | **Gunjan Israni** |
| *Director* | *Director* |
| **DIN No: 00012485** | **DIN No: 00012493** |

The following information shall be furnished:-

1. **Names of subsidiaries which are yet to commence operations – None**

2. **Names of subsidiaries which have been liquidated or sold during the year- None**

**Part "B": Associates and Joint Ventures –**

| Name of Associates/Joint Ventures | A Ltd. | B Ltd. | C Ltd. |
|---|---|---|---|
| 1. Latest audited Balance Sheet Date<br><br>2. Shares of Associate/Joint Ventures held by the company on the year end<br><br>No.<br><br>Amount of Investment in Associates/Joint Venture<br><br>Extend of Holding %<br><br>3. Description of how there is significant influence<br><br>4. Reason why the associate/joint venture is not consolidated<br><br>6. Networth attributable to Shareholding as per latest audited Balance Sheet<br><br>7. Profit / Loss for the year<br>i. Considered in Consolidation<br>ii. Not Considered in Consolidation | **The company does not have associate concerns or Joint Venture Company.** | | |

The following information shall be furnished:-

1. **Names of associates or joint ventures which are yet to commence operations-None**
2. **Names of associates or joint ventures which have been liquidated or sold during the year.-None**

| For and on behalf of the Board of Directors of Pacifica India Projects Private Limited | |
|---|---|
| CIN No: U45200GJ2005FTC047249 | |
| | |
| **Rakesh Israni** | **Gunjan Israni** |
| *Director* | *Director* |
| **DIN No: 00012485** | **DIN No: 00012493** |