UNIQUE INFRASPACE PRIVATE LIMITED

Regd. Office: 4th Floor, Unique Metropolis, R.C. Technical Road, Opp. Sola Bhagwat Vidhyapith, S. G. Road, Gota, Ahmedabad-382481

CIN: U45200GJ2011PTC063771

DIRECTOR'S REPORT

To
The Members,
UNIQUE INFRASPACE PRIVATE LIMITED
4th Floor, Unique Metropolis, R.C. Technical Road.
Opp. Sola BhagwatVidhyapith, S. G. Road, Gota,
Ahmedabad-382481.

Your Directors are pleased to present the Annual reporttogether with the audited accounts of the Company for the year ended on 31st March, 2016. The summarized financial results for the year ended on 31st March, 2016 are as under:

FINANCIAL RESULTS:

Particulars	**Financial Year 2015-16 (Amounts in Rs.)**	**Financial Year 2014-15 (Amounts in Rs.)**
Revenue from Operations	NIL	NIL
Other Income	165270	53277
Total Income	**165270**	**53277**
Total Expenditure	**6929405**	**11626510**
Earnings Before Interest, Tax, Depreciation (EBITED)	**(28911857)**	**(1838282)**
-(LESS)		
Depreciation And Amortization	3744426	4496784
Finance Cost	31931566	8914731
Profit / (Loss) Before Tax (PBT)	**(6764135)**	**(11573233)**
Current Tax	NIL	NIL
Deferred Tax	(140726)	(554673)
Profit / (Loss) After Tax	**(6623409)**	**(11018560)**

OPERATIONS:

During the year under review, no income was there whereas total Expenditure incurred of Rs.6929405/- The Net Loss for the year under review has been Rs. (6623409) as against Rs. (11018560) during the previous financial year. Your Directors are continuously looking for avenues for future growth of the Company.

DIVIDEND:

To strength the financial position of the Company, Your Directors do not recommended any dividend for the year ended 31st March, 16.

TRANSFER TO RESERVES:

The Company has not transferred any amount to General Reserves.

DEPOSITS:

The Company has not invited/ accepted any deposits from the public and it is therefore not required to comply with the requirement under the Companies (Acceptance of Deposits) Rules, 2014.

CHANGE IN NATURE OF BUSINESS:

There has been no change in the nature of the Business during the financial year 2015-16.

CHANGE IN SHARE CAPITAL:

During the Financial Year 2015-16, there has been no change in the Share Capital of the Company.

EXTRACT OF THE ANNUAL RETURN IN FORM MGT-9:

The Extract of the Annual Return in Form No. MGT-9 Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014 as on the Financial year ended on 31st March, 2016 is annexed herewith as Annexure – I to this report.

NO. OF BOARD MEETINGS:

During the financial year 2015-16, 5 (FIVE) Meetings of the Board of Directors of the Company were held.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

During the year under review, the Company has not advanced any loans/ given guarantees/ made investmentsunder Section 186 Companies Act, 2013.

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188(1) OF THE COMPANIES ACT, 2013:

With reference to Section 134 (3) (h) of the Companies Act, 2013, all contracts and arrangements with related parties under Section 188 (1) of the Act, entered by the Company during the financial year, were in the ordinary course of business and on an arm's length basis.

Your attention is drawn to the Related Party disclosures set out in is annexed herewith as Annexure – II to this report the Notes forming part of the Account.

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

The information on conservation of energy, technology absorption stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is not applicable to the Company. The foreign exchange earnings and outgo are NIL.

MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR:

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL:

Your Company has 5 (FIVE) Directors consisting of all Indian Directors as on 31st March, 2016.

DIN	NAME	DESIGNATION
00145449	JOITARAM RAMDAS PATEL	Director
00493111	RAMESH TANIRAM WANI	Director
02039911	JOYDEV SOURESHCHANDRA GANGULY	Director
02537761	PRABHAVATI VAISHNUPRASAD VAISHANAV	Director

Mr. Anant Laxman Shirude resigned as a Director of the company with effect from 20/12/2015. The Directors place on records their appreciation of the valuable advice and guidance given by him while he was Director of the company.

DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with the provisions of section 134(3)(C)read withsection 134 (5) of the Companies Act, 2013 the Board of Directors states;

i. That in the preparation of the annual accounts for the financial year ended 31st March, 2016, the applicable accounting standards had been followed along with proper explanation relating to material departures;

ii. That 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 March 31, 2016 and of the profit and loss of the company for that period;

iii. That 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;

iv. That the directors have prepared the annual accounts on a going concern basis; and

v. 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.

PARTICULARS OF EMPLOYEES:

The statement containing particulars of employees as required under section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not forming part of the report, as the said provisions are not applicable to the Company being private limited company.

RECEIPT OF COMMISSION/ REMUNERATION:

None of the Directors of the Company received commission from the company during the financial year 2015-16.
Following Directors of the Company received Managerial Remuneration from the company during the financial year 2015-16.

SR. NO.	NAME OF DIRECTORS	REMUNERATION RS.
1	JOITARAM RAMDAS PATEL	Rs. 9,60,000/- P.A.
2	JOYDEV SOURESHCHANDRA GANGULY	Rs. 12,00,000/- P.A.

INTERNAL FINANCIAL CONTROL SYSTEM:

The Company has in place adequate internal financial control with respect to financial statement.
The Board is of the opinion that the Company has sound IFC commensurate with the nature and size of its business operations. The Company has a process in place to continuously monitor the same and identify gaps, if any, and implement new and/or improved controls wherever the effect of such gaps would have a material effect on the Company's operations.

RISK MANAGEMENT POLICY:

The Company has taken sufficient insurance for the properties against risks of fire, strike, riot and earthquake. All the Assets of the company including inventories, Buildings and Machinery are adequately insured.

STATUTORY AUDITOR & AUDIT REPORT:

The appointment of M/s. G. K. Choksi & Co., Chartered Accountants, statutory auditors of the Company having registration number FRN No. 101895W was made for five consecutive years from the financial year 2014-15 to the financial year 2018-19, subject to ratification by the members of the company at every subsequent annual general meeting pursuant to the provisions of section 139, 142 and other applicable provisions of the companies act , 2013 and of the companies (audit and auditors) rules, 2014. The company has received a letter from them to the effect that their appointment, if made, would be within the limit prescribed under section 139 of the Companies Act, 2013 and that they are not disqualified for such appointment within the meaning of section 141 of the Companies Act, 2013.

Your Board of Directors recommends for their ratification of appointment of M/s. G. K. Choksi &Co.,Chartered Accountants, as statutory auditors and to fix their remuneration.

AUDITORS REPORT:

In Auditors Report Basis for Qualified Opinion

i. *"The accounts have been prepared on the basis that the company will continue as a Going Concern in spite of the fact that the accumulated losses as at 31st March,2016 being Rs.1,82,80,538/- have exceeded the paid up share capital thus wiping off its capital base. This is not in accordance with accounting standard-1 issued by the Institute of Chartered Accountant of India. The ability of the company to continue as a going concern is dependent upon availability of adequate continued finance future profitability."*

ii. *Adhering to significant accounting policy, the company is accounting for Gratuity on cash basis. This is not in accordance with Accounting Standard-1 "Disclosure of Accounting Policies" and Accounting Standard -15 (Revised) "Employee Benefits" prescribed by the Institute of Chartered Accountants of India. The extent of non-compliance in terms of value is not ascertainable.*

Board's reply that the ability of the company to continue as a going concern is dependent upon infusion of adequate funds and Board is trying to brought in adequate funds and its turning corner.

In Annexure to the Auditors' Report

(i) (a) *The Company has not compiled fixed assets records to show full particulars, including quantitative details and situation of fixed assets.*

(b) *We were informed that the fixed assets were not physically verified by the Management at the end of the year however the company has a regular program of verification which in our opinion is reasonable having regard to the size of the company and nature of its business. Since the fixed assets records are still under compilation no comparison with the book records have yet been made. In the absence of such comparison opinion as to discrepancies if any cannot be given.*

Since the Company has commenced the compilation of records with regards to particulars of fixed assets, the same would soon be compiled in accordance to the requirements of Act.

GENERAL:

YourDirectors state that no disclosure or reporting is required in respect of the following item as there were no transactions on these items during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to the employees of the Company under any scheme.
3. The Company has no holding company or subsidiary company.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
5. No fraud has been reported by the Auditors to the Board.
6. Disclosures related to ManagerialRemuneration pursuant to Rule 5 of Companies (Appointment and Remuneration of Managerial personnel) Rule, 2014
7. Corporate Social Responsibility Committee pursuant to Section 135(1) of the Companies Act, 2013.
8. Section 204 of the Companies Act, 2013 relating to Secretarial Audit Report.

UNIQUE INFRASPACE PRIVATE LIMITED

Regd. Office: 4th Floor, Unique Metropolis, R.C. Technical Road, Opp. Sola Bhagwat Vidhyapith, S. G. Road, Gota, Ahmedabad-382481

CIN: U45200GJ2011PTC063771

Being a Private Limited Company following provisions are not applicable to the Company:

1. Audit Committee pursuant to Section 177 of the Companies Act, 2013 read with rule (6) of the Companies (Meetings of Board and its Powers Rules, 2014.
2. Vigil Mechanism pursuant to section 177 of the Companies Act, 2013 read with rule (7) of the Companies (Meetings of Board and its Powers) Rules, 2014
3. Nomination and Remuneration Committee pursuant to Section 178 of the Companies Act, 2013 read with rule (6) of the Companies (Meetings of Board and its Powers) Rules, 2014
4. The provisions relating to Corporate Governance.

ACKNOWLEDGMENTS:

Your directors wish to place on record their sincere thanks and appreciation for the continuing support and unstinting efforts of investors, vendors, dealers, business associates and employees in ensuring an excellent all around operational performance.

For, and on behalf of the Board of Directors

Place: Ahmedabad.
Dated: 05/09/2016

Joitaram R. Patel
Chairman
(DIN: 00145449)