DIRECTOR'S REPORT

Your Directors have pleasure to present their report together with the Audited Accounts for the financial year ended 31st March 2019.

1. Financial Performance:

The financial performance of the Company for the year ended 31st March, 2019 is summarized as under:

Particulars	2018-19	2017-18
Total revenue	5,97,27,033	11,45,29,879
Profit Before Tax	10,44,966	38,60,733
Profit After Tax	9,05,619	25,11,006

Your directors are optimistic for better performance in the coming year due to better market conditions.

1. Subsidiaries, Joint Ventures and Associate Companies

The Company doesn't have any subsidiary or joint venture companies.

2. Directors and Key Managerial Personnel:

There was no change in the management of the company.

3. Particulars of employees:

Statement of particulars of employees pursuant to the provisions of section 197 (12) of the Act and relevant rules has not been annexed to this report as this section is not applicable to the Company.

4. Dividends:

In order to conserve Resources, your Directors do not propose to recommend any dividend for the year under consideration.

5. 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.

6. Finance Accounts:

a. Unless otherwise stated the Accounts of the Company have been drawn up on Accrual/Mercantile Basis and under historical cost convention.

b. These financial statements have been prepared to comply with the generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013.

7. Particulars Of Contracts Or Arrangements Made With Related Parties:

All related party transactions that were entered into during the financial year were on Arm's Length basis and were in the Ordinary Course of business. There were no materiality significant related party transactions 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.

8. Risk Management Policy:

The Company has framework for managing its risk. It has led down detail procedure to inform Board member about the Risk assessment and Minimization Procedure. The Company has made the policy in this regard and the same is reviewed periodically to ensure the management control risk through means of proper define framework.

9. Conservation Of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo:

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are:

Conservation of Energy-

The Company is on a continuous basis striving to achieve economy in consumption of energy by optimizing the consumption of power and fuel.

Technology absorption & Foreign Exchange Earnings and Outgo-

The Company has no activities relating to technology absorption and Foreign Exchange Earnings and Outgo

12. Change in the Nature of Business:

There is no change in the nature of the business of the company.

13. Directors' responsibility statement as per section 134 (5) of companies act, 2013

a) That in the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.

b) That the Directors have selected such accounting policies & 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 2019 and of the profit and loss account for the year ended 31st March, 2019.

c) 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.

d) That the Directors have prepared the annual accounts on a going concern basis.

e) That proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively; and

f) Those proper internal financial controls were laid down and that such internal financial controls are adequate and were operating effectively.

14. Number of board meetings of the board:

The Board met as prescribed under the companies Act, 2013 during the year and the intervening gap was within the period prescribed under the companies Act, 2013.

15. SHARES

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.

c. **EMPLOYEES STOCK OPTION PLAN**

The Company has not provided any Stock Option Scheme to the employees.

16. Company's Policy Relating to Directors Appointment, Payment of Remuneration and Discharge of Their Duties

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to appointment of Directors, payment of Managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

d. Disclosure Of Composition Of Audit Committee And Providing Vigil Mechanism

e. 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.

17. ANNUAL RETURN.

Company does not have any website.

18. Changes in the Registered Office

The Company Had not changed the registered office during the year.

19. Other Disclosures:

The Company has not entered into few transactions and hence no disclosure is required. The list of such transactions is as under:

- The Company has not granted any loan or provided any guarantee or made any investment exceeds the limit specifies in section 186(2) of the Companies Act, 2013.Hence no approval from the shareholders in this regard is required.
- Your Company has not invited/ accepted any Fixed Deposits under the provisions of section 73 of the Companies Act, 2013 and the Rules made there under.

- During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

- 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.

- No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

- The Company is not required to get its cost records audited for the financial year 2018-19.

- The Company has transferred amount of RS. 9,05,619 to reserves.

- None of the directors are disqualified under section 164 of Companies Act, 2013.

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

20. Acknowledgement:

The Board wishes to place on record its gratitude for the co-operation and assistance extended by the Bankers, Departments of State Governments. We on behalf of the Company assure the shareholders that company will make every effort to meet their aspirations.

For & on Behalf of Board of Directors
TRIVENI INFRABUILD PRIVATE LIMITED

Place : AHMEDABAD
Date: 06/09/2019

DEEPAKBHAI SHAH	**BHUMIBEN SHAH**
Director	**Director**
DIN- 01922152	**DIN-03017961**

Annexure to Directors' Report

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31.03.2019

[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	:- U45201GJ2010PTC061320
ii)	Registration Date	:- 25/06/2010
iii)	Name of the Company	:- TRIVENI INFRABUILD PRIVATE LIMITED
iv)	Category / Sub-Category of the Company	:- Indian Non-Government Company
v)	Address of the Registered office and contact details	: - TRIVENI INFRABUILD PRIVATE LIMITED 29 RADHANPUR SOCIETY BHAIRAVNATH ROAD MANINAGAR GJ 380008 IN
vi)	Whether listed company	:- NO
vii)	Name, Address and Contact details of Registrar And Transfer Agent, if any	: - N.A.

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
1	General construction of residential buildings, carried – out on own-account basis or on a fee or contract basis	45201	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY /ASSOCIATE	% of shares held	Applicable Section
NA					

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. Promoter									
1) Indian	-								
a) Individual/ HUF	-	**10,05,000**	**10,05,000**	**100**	-	**10,05,000**	**10,05,000**	**100**	---
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other		-	-	-	-	-	-	-	-
Sub-total(A)(1):-		**10,05,000**	**10,05,000**	**100**		**10,05,000**	**10,05,000**	**100**	---
2) Foreign	-	-	-	-	-	-	-	-	-
g) NRIs-Individuals	-	-	-	-	-	-	-	-	-
h) Other-Individuals	-	-	-	-	-	-	-	-	-
i) Bodies Corp.	-	-	-	-	-	-	-	-	-
j) Banks / FI	-	-	-	-	-	-	-	-	-
k) Any Other….	-	-	-	-	-	-	-	-	-
Sub-total **(**A)(2):-		-	-	-	-	-	-	-	-
B. Public Shareholding									
1. *Institutions*	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	-	-	-	-	-	-	-	-	-
2. Non Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp. (i) Indian (ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals (i) Individual	-	-	-	-	-	-	-	-	-

shareholders holding nominal share capital upto Rs. 1 lakh (ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh									
c) Others(Specify)									
Sub-total (B)(2)		-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)		-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)		**10,05,000**	**10,05,000**	**100**		**10,05,000**	**10,05,000**	**100**	**---**

(ii)***Shareholding of Promoters***

Sr. 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 Share	% of total Shares of the company	%of Shares Pledged / encumbered to	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to	
1	DEEPAKBHAI CHANDULAL SHAH	8,30,000	82.59%	--	8,30,000	82.59%	--	--
2	BHUMIBEN DEEPAKKUMAR SHAH	1,75,000	17.41%	--	1,75,000	17.41%	--	--

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

Sl. No.		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
No changes					

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

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
-	-	-	-	-	-

(v) Shareholding of Directors and Key Managerial Personnel:

Sr 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 company	No. of shares	% of total shares of the company
1	DEEPAKBHAI CHANDULAL SHAH	8,30,000	82.59%	8,30,000	82.59%
2	BHUMIBEN DEEPAKKUMAR SHAH	1,75,000	17.41%	1,75,000	17.41%

(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	5,09,162	10,81,06,673	NIL	10,86,15,835
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	5,09,162	10,81,06,673	**NIL**	10,86,15,835
Change in Indebtedness during the financial year				
· Addition	NIL	NIL	NIL	NIL
· Reduction	(5,09,162)	(2,77,34,176)	NIL	(2,82,43,338)
Net Change	(5,09,162)	(2,77,34,176)	**NIL**	(2,82,43,338)
Indebtedness at the end of the financial year				
i) Principal Amount	NIL	8,03,72,497	NIL	8,03,72,497
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	**NIL**	**8,03,72,497**	**NIL**	**8,03,72,497**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD/CEO/WTD		Total Amount
		---		
1.	Gross salary	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL
4.	Commission - as % of profit - Others, specify…	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL
	Total (A)	NIL	NIL	NIL

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of directors		Total Amount
		DEEPAKBHAI CHANDULAL SHAH	**BHUMIBEN DEEPAKKUMAR SHAH**	
	1. Executive Directors ▯ Fee for attending board committee meetings ▯ Commission ▯ Others, please specify	NIL	NIL	NIL
	Total (1)	**NIL**	**NIL**	**NIL**
	2. Other Non-Executive Directors ▯ Fee for attending board committee meetings ▯ Commission ▯ Others, please specify	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL
	Total (B)=(1+2)	**NIL**	**NIL**	**NIL**
	Total Managerial Remuneration	**NIL**	**NIL**	**NIL**

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

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

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There was no Penalties/Punishment/Compounding of Offence for breach of any section of Companies Act against the company or its Directors or other officer in default, during the year.