Director Report
1/4/14 to 31/3/15

VIVAAN BUILDCON PROJECTS PRIVATE LIMITED

REGISTERED OFFICE: 10, Kameshwar C.H.S.L Opp. Kishan Bunglow, B/h Rajpath Club, Bodakdev, Ahmedabad-380054

CIN : U25193GJ2010PTC062874

NOTICE

NOTICE is hereby given that the 2nd Annual General Meeting of the Company shall be held at 10, Kameshwar C.H.S.L Opp. Kishan Bunglow, B/h Rajpath Club, Bodakdev, Ahmedabad-380054, on 30th September, 2015 at 11:00 A.M. to transact the following business:

Ordinary Business

[1] To receive and adopt the Profit & Loss Account for the year ended on 31st March, 2015 and the Balance Sheet as at that date and the Directors & Auditors Report thereon.

[2] Ratification for Appointment of Statutory Auditor

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, Naresh J Patel & Company, Chartered Accountants (Firm Registration No.123227W)(who were appointed by the shareholders up to the conclusion of 6th AGM as a statutory auditor of the Company) be and are hereby ratified as Statutory Auditors of the Company to hold office until the conclusion of next Annual General Meeting (AGM) of the Company, on such remuneration as may be mutually agreed between the Board of Directors of the Company and the directors.

NOTES

1. A member entitled to attend and vote is entitled to appoint proxy to attend and vote on his behalf. A proxy need not be a member of the company.
2. The proxy should be deposited at the Registered Office of the company not less than forty eight hours before the commencement of the meeting.

By order of Board

Vivaan Buildcon Projects Pvt Ltd

Director

(Manoj Jialal Bhatia)
Director
DIN: 02208081

Place: Ahmedabad
Date: 01 September 2015

VIVAAN BUILDCON PROJECTS PRIVATE LIMITED

REGISTERED OFFICE: 10, Kameshwar C.H.S.L Opp. Kishan Bunglow, B/h Rajpath Club,
Bodakdev, Ahmedabad-380054
CIN : U25193GJ2010PTC062874

DIRECTOR'S REPORT

To,
The Members of
VIVAAN BUILDCON PROJECTS PVT LTD

The Directors of the Company have pleasure in presenting their 2nd Annual Report along with audited statement of accounts for the period ended 31st March 2015.

[Figures in Rs.]

Financial Results	2014-15	2013-14
Sale of Service	2,71,008	3,312
Gross Profit	0	0
Net Profit before Depreciation	2,37,667	(72,596)
Less : Depreciation	0	0
Profit / Loss before Tax	2,37,667	(72,596)
Provision for Tax	0	0
Net Profit after tax	2,37,667	(72,596)
Less: Deferred Tax Assets (liabilities) for the year	(7,611)	23,668
Less :Previous yea r Tax	0	0
Add : Opening balance b/f	23,668	0
Profit / (Loss) Carried forward to Balance Sheet	2,45,278	(48,928)
Earning per share (basic/diluted)	24.53	(4.89)

DIVIDEND

Your director does not propose dividend during the year under review in view of accumulating reserves for future.

Directors and Key Managerial Personnel

The Board consists of four members as on 31 March 2015.

During the year under review, Board of Directors of the Company met four times viz 29 July 2014, 06 September 2014, 06 October 2014 and 21 January 2015. Additionally Board meetings are convened to discuss and decide on various business policies, strategies and other businesses.

DIRECTOR'S RESPONSIBILITY STATEMENT

As stipulated in Section 134(3) (c) read with 134(5) of the Companies Act, 2013, Directors subscribe to the "Directors' Responsibility Statement" and confirm that:

i) While preparing the annual accounts of the company for the year ended 31st March, 2015, the applicable accounting standards has been followed along with proper explanations relating to material departures, if any:

ii) The directors had selected such accounting policies and applied them consistently and reasonable and prudent judgment and estimates were made 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/ Loss of the company for that period.

iii) 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.

iv) The annual accounts of the company had been prepared on a going concern basis.

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

INFORMATION ABOUT THE FINANCIAL PERFORMANCE

Sales

Your Company posted a turnover of Rs. 2,71,008 in the financial year ended on 31 March 2015, as compared to Rs. 3,312 in the previous year.

Profitability

Your Company's PBT for the year ended 31 March 2015 was recorded at Rs. 2,37,667 as compared to Rs. (72,596) in the previous year.

Earning per share

EPS was at Rs. 24.53 as on 31 March 2015 as against Rs. (4.89) as on 31 March 2014.

EXTRACT OF ANNUAL RETURN

Pursuant to Sub-section 3(a) of Section 134 and Sub-section 3 of Section 92 of the Companies Act, 2013 read with Rule 12 of Companies (Management and Administration) Rules, 2014, the extract of the Annual Return as at 31 March 2015 in Form MGT-9 forms part of this Directors' Report as Annexure-1

AUDITORS

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time,
Naresh J Patel & Company, Chartered Accountants (Firm Registration No.123227W)(who were appointed by the shareholders up to the conclusion of 6th AGM as a statutory auditor of the Company) be and are hereby ratified as Statutory Auditors of the Company to hold office until the conclusion of next Annual General Meeting (AGM) of the Company, on such remuneration as may be mutually agreed between the Board of Directors of the Company and the directors.

CONSERVATION OF ENERGY, TECHOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The Details information as required under **Section 134 (3) (m) of the Companies Act, 2013**, read with rule 8 of Companies Accounts Rules, 2014 is as below

1. CONSERVATION OF ENERGY

There was no energy consumption and hence Conservation of energy.

2. TECHNOLOGY ABSORPTION, ADAPTION & INNOVATION :

There is no Technology absorption, adaptation & innovation during the year.

3. RESEARCH AND DEVELOPMENT

There is no research & development was conducted during the year.

4. FOREIGN EXCHANGE EARNING AND OUT GO

There were no foreign exchange earning and out go during the year.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company had laid down the set of standards, processes and structure which enables it to implement internal financial control across the organization and ensure that the same are adequate and operating effectively.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

There are no loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013.

RISK MANAGEMENT POLICY

The company has proper risk management systems in place.

AUDITORS' REPORT

The Auditors' Report on the accounts of the Company for the accounting year ended 31 March 2015 is self-explanatory and does not call for further explanations or comments that may be treated as adequate compliance of Section 134 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS

All the related party transactions that were entered during the financial year were in ordinary course of business of the Company and were on arm's length basis. There were no materially significant related party transactions entered by the Company with its Promoters, Directors, Key Managerial Personnel or other persons which may have potential conflict with the interest of the Company.

All the related party transactions entered into by the the Company were in the the ordinary course of Course of business and were on an arm's length basis as provided in Annexure .

SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

There were no incidences of Sexual harassment reported during the year under review, in terms of the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

VIVAAN BUILDCON PROJECTS PRIVATE LIMITED

REGISTERED OFFICE: 10, Kameshwar C.H.S.L Opp. Kishan Bunglow, B/h Rajpath Club, Bodakdev, Ahmedabad-380054

CIN : U25193GJ2010PTC062874

A. **Salary to Managing Director, Whole-time Director and/or Manager**

Not Applicable

B. **Salary to other directors**

Not Applicable

C. **Salary to Key Managerial Personnel other than MD/Manager/WTD**

Not Applicable

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following 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 employees of the Company under any scheme save and ESOS.

3. No significant or material orders were passed by the Regulations or Courts or Tribunals which impact the going concern status and Company's operations in future.

APPRECIATIONS:

The Directors expressed with gratitude & sincere thanks for the Co- operation and assistance received from state and central governments. Banks and all those associated with the company during the year under review.

FOR, VIVAAN BUILDCON PROJECTS PVT. LTD.

Vivaan Buildcon Projects Pvt Ltd

Director

(Manoj Jialal Bhatia)
Chairperson
DIN: 02208081

PLACE: AHMEDABAD
DATED: 01 September 2015

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2015

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	U45200GJ2013PTC076205
2	Registration Date	26/07/2013
3	Name of the Company	Vivan Buildcon Pvt. Ltd.
4	Category/Sub-category of the Company	Company Limited by shares
		Indian Non-Government Company
5	Address of the Registered office & contact details	10, Kameshwar C.H.S.L Opp. Kishan Bunglow, B/h Rajpath Club, Bodakdev, Ahmedabad-380054
6	Whether listed company	No
7	Name, Address & contact details of the Registrar & 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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Building Construction	45201	100
2			
3			

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
1					
2					
3					

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-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% 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%

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) FIIs	-	-	-	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	0	-	0.00%	0.00%
ii) Overseas	-	-	-	0.00%	0	0	-	0.00%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	0.00%	0	0	-	0.00%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	0.00%	0	0	-	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	0	-	0.00%	0.00%
Clearing Members	-	-	-	0.00%	0	0	-	0.00%	0.00%
Trusts	-	-	-	0.00%	0	0	-	0.00%	0.00%
Foreign Bodies - D R	-	-	-	0.00%	0	0	-	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	Shalini Manojkumar Bhatiya	2,500	25.00%	-	2,500	25.00%	-	0.00%
2	Manoj Jialal Bhatiya	2,500	25.00%	-	2,500	25.00%	-	0.00%
3	Ashish Manoj Bhatia	2,500	25.00%	-	2,500	25.00%	-	0.00%
4	Pooja Ashish Bhatia	2,500	25.00%	-	2,500	25.00%	-	0.00%

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

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			10,000	100.00%	10,000	100.00%
	Changes during the year			-	0.00%	-	0.00%
				-	0.00%	-	0.00%
				-	0.00%	-	0.00%
	At the end of the year			10,000	100.00%	10,000	100.00%

(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
1	Name						
	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%

(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	Name			Shalini Manojkumar Bhatiya		Shalini Manojkumar Bhatiya	
	At the beginning of the year			2,500	25.00%	2,500	25.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			2,500	25.00%	2,500	25.00%
2	Name			Manoj Jialal Bhatiya		Manoj Jialal Bhatiya	
	At the beginning of the year			2,500	25.00%	2,500	25.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			2,500	25.00%	2,500	25.00%
3	Name			Ashish Manoj Bhatia		Ashish Manoj Bhatia	
	At the beginning of the year			2,500	25.00%	2,500	25.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			2,500	25.00%	2,500	25.00%
4	Name			Pooja Ashish Bhatia		Pooja Ashish Bhatia	
	At the beginning of the year			2,500	25.00%	2,500	25.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			2,500	25.00%	2,500	25.00%

V. INDEBTEDNESS

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

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	13,000.00	-	13,000.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	13,000.00	-	13,000.00
Change in Indebtedness during the financial year				
* Addition	-	55,588.00	-	55,588.00
* Reduction	-	-	-	-
Net Change	-	55,588.00	-	55,588.00
Indebtedness at the end of the financial year				
i) Principal Amount	-	68,588.00	-	68,588.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	68,588.00	-	68,588.00

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/WTD/ Manager		Total Amount (Rs/Lac)
	Name			
	Designation			
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-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)	-	-	-
	Ceiling as per the Act			

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount (Rs/Lac)
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	-	-	-	-
	Overall Ceiling as per the Act				

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

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

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					

Annexure-2
Form No. AOC-2

(Pursuant to *clause (h) of sub-section (3) of section 134 of the Act and* Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

There were no contracts or arrangements or transactions entered in to during the year ended on 31 March 2015, which were not at arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis:

Sr. No.	Particulars	Details
1	Name(s) of the related party and nature of relationship	Anushree Enterprise Company is Partner
2	Nature of contracts/ arrangements/ transactions	Investment
3	Duration of the contracts / arrangements/ transactions	01/04/2014-31/03/2015
4	Salient terms of the contracts or arrangements or transactions including the value, if any	-
5	Date(s) of approval by the Board, if any	-
6	Amount paid as advances, if any	Nil

FOR, VIVAAN BUILDCON PROJECTS PVT. LTD.

Vivaan Buildcon Projects Pvt Ltd

Manoj J.

Director

(Manoj Jialal Bhatia)
Chairperson
DIN: 02208081

PLACE: AHMEDABAD
DATED: 01 September 2015