SHEETAL INFRASTRUCTURE PRIVATE LIMITED
25, Shukan Mall, 4th Floor, Near Rajasthan Hospital,
Shahibaug, Ahmedabad-380004
CIN: U45201GJ2005PTC045296
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Board's Report

To
The Members of
SHEETAL INFRASTRUCTURE PRIVATE LIMITED

Your Directors are pleased to present the Company's 12th Consolidated Annual report and the audited accounts for the year ended 31st March, 2018.

FINANCIAL HIGHLIGHTS (Standalone) (inRs.)

Particulars	Year 2017-2018	Year 2016-2017
Total Revenue	745,630,642	316,085,589
Profit BeforeDepreciation, Interest and Tax	214,184,667	117,735,092
Depreciation	6,695,153	7,194,964
Finance Costs	158,727,418	70,026,268
Profit Before Tax	**48,762,096**	**40,513,860**
Current Tax	10,297,000	6,082,181
MAT Credit Utilisation	793,024	54,940
Excess Provision Written Back	-	-
Deferred Tax	2,071,681	3,960,776
Net Profit After Tax	**35,600,391**	**30,415,963**
Balance of Profit brought forward	270,733,285	240,317,322
Balance available for appropriation	306,333,676	270,733,285
Proposed Dividend on Equity Shares	-	-
Tax on proposed Dividend	-	-
Transfer to General Reserve	-	-
Securities Premium Account	10,800,000	10,800,000
Surplus carried to Balance Sheet	**317,133,676**	**281,533,285**

FINANCIAL HIGHLIGHTS (Consolidated)(inRs.)

Particulars	Year 2017-18	Year 2016-2017
Total Revenue	1,141,655,016	864,414,234
Profit BeforeDepreciation, Interest and Tax	480,377,577	169,740,049
Depreciation	10,224,532	8,825,048
Finance Costs	452,451,924	135,429,560

Profit Before Tax	**17,701,121**	**2,54,85,441**
Current Tax	15,298,865	9,660,181
MAT Credit Utilisation	516,684	(1,560,060)
Excess Provision Written Back	-	46
Deferred Tax	(2,660,563)	3,775,512
Profit (Loss) for the period from continuing operations	**4,546,135**	**13,609,762**
Less:-Share of Profit / (Loss) of Minority	(5,144,773)	(3,514)
Net Profit After Tax	**9,389,493**	**13,613,276**
Balance of Profit brought forward	424,578,823	410,965,547
Balance available for appropriation	433,968,316	424,578,823
Proposed Dividend on Equity Shares	-	-
Tax on proposed Dividend	-	-
Transfer to General Reserve	-	-
Security Premium Account	10,800,000	10,800,000
Surplus carried to Balance Sheet	**444,768,316**	**435,378,823**

BUSINESS OPERATIONS AND FUTURE PROSPECTS:

The year under review has witnessed positive side growth and prospect of further growth of business in near future are expected. During the year Company's income is from business of Real Estate Project development and Rent Income.

EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS:

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

NATURE OF BUSINESS:

During the year under review, there is no change in nature of business of the Company.

DIVIDEND

Your Directors do not recommend any dividend during the year due to conservation of profits and continued investment in the business for the year ended 31/03/2018.

GENERAL RESERVE:

Your Company has not transferred any amount to the general reserve out of the current year profit.

INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY

Details of the Companies which have become / ceased to be its Subsidiary/ JV/ Associate Company

Sr.No	Name	Status Subsidiary/ JV/ Associate Company	Date of becoming Subsidiary/ JV/ Associate Company	Date of ceasing as Subsidiary/ JV/ Associate Company
1	V.M. Procon Private Limited	Joint Venture	31/12/2010	N.A.
2	Mahika Infra LLP	Subsidiary	21/11/2013	N.A.
3	Mahika Homes LLP	Subsidiary	21/11/2013	N.A.
4	Sumedha Spacelinks LLP	Joint Venture	01/07/2013	N.A.

EXTRACT OF ANNUAL RETURN

The Extract of Annual Return as required under section 92(3) read with Section 134(3)(a) of the Companies Act, 2013and rule 12(1) of the Companies (Management and Administration) Rules, 2014, in Form MGT-9 is annexed herewith for your kind perusal and information. **(Annexure: 1)**

MEETINGS OF THE BOARD OF DIRECTORS

During the Financial Year 2017-2018, the Company held 18 Board meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below the provisions of Companies Act, 2013 and adhered to while considering the time gap between two meetings.

SN	Date of Meeting	Board Strength	No. of Directors Present
1.	01/04/2017	02	02
2.	11/04/2017	02	02
3.	16/06/2017	02	02
4.	17/06/2017	02	02
5.	21/06/2017	02	02
6.	24/06/2017	02	02
7.	29/06/2017	02	02
8.	30/06/2017	02	02

9.	05/09/2017	02	02
10.	26/09/2017	02	02
11.	27/09/2017	02	02
12.	16/10/2017	02	02
13.	13/11/2017	02	02
14.	30/11/2017	02	02
15.	08/12/2017	02	02
16.	03/02/2018	02	02
17.	28/02/2018	02	02
18.	12/03/2018	02	02

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms 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 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) Company being unlisted sub clause (e) of section 134(3) is not applicable.

(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.

AUDITORS and REPORT thereon

At the Annual General Meeting held on 30th September, 2017, M/S RHM & Associates (ICAI Firm Registration Number:139791W), Chartered Accountants, were appointed as the Statutory Auditors of the Company to hold office until conclusion of the Annual General Meeting to be held in the year 2022. The requirement to ratify the appointment of the Statutory Auditors of the Company at every AGM as provided under First Proviso to Section 139(1) has been omitted by The Companies Amendment Act, 2017 read with Notification S.O. 1833(E) dated 7th May 2018. In terms of the above amendment it is not required to ratify the appointment of M/s. M/S. RHM & Associates. as the Statutory Auditors of the Company.

Your Company has received a written confirmation from Statutory Auditors to the effect that their re-appointment as the Auditors of the Company, if made will be as per the requirements laid down under Section 139 and 141 of the Companies Act, 2013, read with Rule 4 of the Companies (Audit and Auditors) Rules, 2014 and that they are not disqualified for re-appointment.

The observations of the Auditors and the relevant notes to the financial statement are self explanatory as under:

1. Note-29 to the financial statements which describes that execution of sale deed in favour of Company is pending for one asset purchased by the company for construction projects.

Comments by Board of Directors:Process of execution of sale deed going on in favor of the company of oneassets purchased by the Company.

2. Note-31 to the financial statement which describes non-compliance of the Accounting standard-15 related to employee benefit consisting of gratuity and leave encashment which is accounted on cash basis.

Comments by Board of Directors: The Company is following the policy of accounting the expenses of leave encashment and confirmed that not taken the valuation of certificate of actuary is not obtained as per Accounting Standard 15 requirement.

Further, during the year in the course of performance of their duties as Auditor, no fraud was reported by them for which they reason to believe thatan offence involving fraud has been committed against the Company by officers or employees of the Company.

INTERNAL AUDITORS and REPORT Thereof:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The Board of Directors defines the scope and authority of the Internal Auditor for fulfilling requirement of Section 138 of the Companies Act, 2013 read with Rule No. 13 of the Companies (Accounts) Rules, 2014. The Company has a proper and adequate system of internal controls. Adequate internal controls ensures transactions are authorized, recorded and reported correctly and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition, there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls. An extensive program of internal audits and management reviews supplements the process of internal financial control framework. Documented policies, guidelines and procedures are in place for effective management of internal financial controls. To maintain its objectivity and independence, the internal auditor reports to the Board of Directors. The internal auditor monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company and its subsidiaries. Based on the report of internal auditor, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions proposed to fix the observations are presented to the Board of Directors. The internal financial control framework design ensures that the financial and other records are reliable for preparing financial and other statements. In addition, the Company has identified and documented the key risks and controls for each process that has a relationship to the financial operations and reporting. At regular intervals, internal teams test identified key controls. The internal auditors also perform an independent check of effectiveness of key controls in identified areas of internal financial control reporting.

MAINTENANCE OF COST RECORDS IN ACCORDANCE WITH SECTION 148(1) OF THE COMPANIES ACT, 2013

The Central Government has not specified the maintenance of cost records under section 148(1) of the Companies Act, 2013 for the products of the Company.

LOANS, GUARANTEES AND INVESTMENTS

Your Company has neither advanced any loans nor made any investments or had given any guarantees and/or providing any securities to anybody, whether directly or indirectly , within meaning of Section 185 of the Companies Act, 2013. Hence there are no details worth providing.

There were investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is applicable. However all the investments are made in the normal course of business and further According to the provisions of Section 186(11) of the Companies Act, 2013, Section 186 is not applicable to the company engaged in providing Infrastructural Facilities and thus there are no details worth providing.

RELATED PARTY TRANSACTIONS

During the YearCompany has not been entered any related party transaction during the year. Therefore, the Provision of Section 188(1) of the Companies Act, 2013 are not applicable to the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

(A) **Conservation of Energy**

1. Step taken/ impact on conservation of energy:

The Company is not consuming any power so this clause will not applicable to us.

(B) **Technology absorption**:

The nature of the business operations of the company do not require any Technology absorption.

(C) **Foreign exchange earnings and Outgo] (Standalone and Consolidated)**

Particulars	Current Year	Previous Year
Earnings	N.A.	N.A.
Outgo		
Travelling and Conveyance	N.A.	N.A.
Total	-	-

RISK MANAGEMENT

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

DIRECTORS and KMP

During the current financial year the no changes have occurred in the constitution of directors of the company.

CORPORATE SOCIAL RESPONSIBILITY

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitute Corporate Social Responsibility Committee.

DEPOSITS

During the year the Company has not accepted any deposit under Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014. As on 31st March, 2017, there are no unclaimed deposits with the Company. Further the Company has not defaulted in repayment of deposits or payment of interest thereon.

VIGIL MECHANISM

As per Section 177(9) and (10) of the Companies Act, 2013, The Company has established a vigil mechanism for its Directors andEmployees to report genuine concerns relating any violations legal orregulatory requirements or misconduct in the Company through itsWhistle Blower Policy. And also to report concerns of unethicalbehavior, actual or suspected, fraud or violation of the Company s codeof conduct and ethics policy, incorrect or misrepresentation of any financial statements and reports thereon.

SHARES

a. SHARES

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.

ORDER OF COURT

No significant and material orders passed by the regulators or courts or Tribunals impacting the going concern status and company's operation in future.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSEL) ACT, 2013

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition &Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, contractual, temporary, trainees) are covered under this policy.

No. of Complaints received: NIL
No. of Complaints disposed off: NIL

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Your company has established adequate internal financial control systems to ensure reliable financial reporting and compliance with laws and regulations.

ACKNOWLEDGEMENT

Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review.

For and on behalf of board of Directors,

Paras Chamanlal Pandit
Managing Director
DIN: 01567713

Tamanna Paras Pandit
Director
DIN: 00586959

DATE: 05/09/2018
PLACE: AHMEDABAD