V R INFRASPACE PRIVATE LIMITED

CIN: U45203GJ2015PTC085400
Regd. Office: FF-12, Darshanam Oasis Nr Mukhi Nagar, Sayajipura Vadodara- 390019, Gujarat.
Email ID: vrgrup@yahoo.com

Board's Report | 2017-18

To
The Members of
M/s. V R Infraspace Private Limited

Your Directors have pleasure in presenting the 3rd Board's Report together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial period ended 31st March, 2018.

FINANCIAL HIGHLIGHTS

Particulars	2017-18 (Rs.)	2016-17 (Rs.)
Gross Income	6,73,06,865.00	1,25,31,783.00
Total Expenses	6,42,84,164.29	1,20,56,124.00
Net Profit Before Tax	30,22,700.71	4,75,659.00
Current Tax for the year	7,68,423.00	1,52,229.00
Deferred Tax	-4503.00	-3,437.00
Net Profit After Tax	22,58,780.71	3,26,867.00

STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK

During the period under review, the Company has earned of Rs. 6,73,06,865/- as revenue from operations. The net profit for the period under review has been Rs. 22,58,781/-. Your Directors are continuously looking for avenues for future growth of the Company. They are working on enhancing revenues and profitability of the company. It will now be the Company's endeavour to improve on it in the years ahead.

CHANGE IN NATURE OF BUSINESS:

The Company's principal business activities are Real Estate and supervisory serviced to Contractors. During the period under review, there was no change in nature of business of the Company.

DIVIDEND

No Dividend was declared for the current financial period due to insufficient profit.

TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (J) OF THE COMPANIES ACT, 2013

For the financial period ended 31st March, 2018, the Company has not transferred any amount to General Reserve Account.

INFORMATION ABOUT SUBSIDIARY/ JOINT VENTURE/ ASSOCIATE COMPANY

The Company does not have any Subsidiary, Joint venture or Associate Company. No Company has become or ceased to be subsidiary, Joint Venture or Associate Company during the year under the review.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCTION AND PROTECTION FUND

There was no unclaimed or unpaid dividend during the year.

MATERIAL CHANGES AND COMMITMENTS

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 relates and on the date of this report

EXTRACT OF ANNUAL RETURN

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and 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 2017-18, the Company held 5 (Five) 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 were adhered to while considering the time gap between two meetings.

SN	Date of Meeting	Board Strength	No. of Directors Present
1.	28/05/2017	2	2
2.	01/09/2017	2	2
3.	24/11/2017	2	2
4.	14/03/2018	2	2

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 for the Financial year ended on 31st March, 2018, 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) 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

M/s. JCH & Associates. Chartered Accountants, were appointed as Statutory Auditors in the Annual General Meeting held on 30/06/2016 to hold office for a term of 5 consecutive years.

AUDITORS' REPORT

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation.

LOANS, GUARANTEES AND INVESTMENTS

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

RELATED PARTY TRANSACTIONS

The Company has not entered into any Related Parties Transactions as defined under Section 188 of the Companies Act, 2013 with related parties as defined under Section 2 (76) of the said Act. Form no. **AOC-2** is attached with this report for your kind perusal and information. **(Annexure: 2).**

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

A. Conservation of Energy, Technology Absorption

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review.

B. Foreign exchange earnings and Outgo

Particulars	Amount in Rs.
Earnings	NIL

Outgo	NIL

DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY

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

DIRECTORS & KMP

There has been no Change in the constitution of Board during the year.

DEPOSITS

The company has not accepted any deposits during the year. The Company has taken unsecured loan from its Directors amounting to Rs. 3,27,12,000/- during the year.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) 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. All employees (permanent, contractual, temporary, trainees) are covered under this policy. No complaint is received so far during the F.Y. 2017-18.

SHARES

a. <u>BUY BACK OF SECURITIES</u>

The Company has not bought back any of its securities during the year under review.

b. <u>SWEAT EQUITY</u>

The Company has not issued any Sweat Equity Shares during the year under review.

c. <u>BONUS SHARES</u>

No Bonus Shares were issued during the year under review.

d. <u>EMPLOYEES STOCK OPTION PLAN</u>

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

ORDER OF COURT

There are no significant and material orders passed by the Regulators, courts or Tribunals impacting the going concern status and Company's Operations in future.

INERNAL FINANCIAL CONTROLS

The Company has adequate internal financial controls with reference to the timely preparation of reliable financial statements.

ACKNOWLEDGEMENT

Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

For & on behalf of Board of Directors of
M/s. V R INFRASPACE PRIVATE LIMITED

Date: 06th September, 2018
Place: Vadodara

V. D. Ruparaliya S. V. R

Vipul Ruparaliya	Sumita Ruparaliya
(Director)	(Director)
DIN:07364323	DIN: 07364312

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2018
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	U45203GJ2015PTC085400
2	Registration Date	16/12/2015
3	Name of the Company	V R INFRASPACE PRIVATE LIMITED
4	Category/Sub-category of the Company	Company Limited by Shares Indian Non- Government Company
5	Address of the Registered office & contact details	FF-12, Darshanam Oasis, Nr Mukhi Nagar, Sayajipura, Vadodara - 390019, Gujarat
6	Whether listed company	No
7	Name, Address & contact details of the Registrar & 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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Real estate activities	68	100%

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
Not Applicable					

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-2017]				No. of Shares held at the end of the year [As on 31-March-2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) **Indian**									
a) Individual/ HUF		100000	100000	100.00%		100000	100000	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)	-	100000	100000	100.00%	-	100000	100000	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)	-	100000	100000	100.00%	-	100000	100000	100.00%	0.00%
B. Public Share-holding									
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%			-	0.00%	0.00%
ii) Overseas			-	0.00%			-	0.00%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh			-	0.00%			-	0.00%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh			-	0.00%			-	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%			-	0.00%	0.00%
Clearing Members			-	0.00%			-	0.00%	0.00%
Trusts			-	0.00%			-	0.00%	0.00%
Foreign Bodies - D R			-	0.00%			-	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)	-	100000	100000	100.00%	-	100000	100000	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	Vipul Devchand Rupareliya	70,000	70%	0	70,000	70%	0	0.00%
2	Sumitaben Vipulbhai Rupareliya	30,000	30%	0	30,000	30%	0	0.00%

(iii) Change in Promoters' Shareholding (please specify, if there is no change): 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				0.00%		0.00%
	Changes during the year				0.00%		0.00%
	At the end of the year				0.00%		0.00%

(iv) Shareholding Pattern of top ten Shareholders: NOT APPLICABLE

(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	Date	Reason	Shareholding at the beginning of the year	Cumulative Shareholding during the year

	Managerial Personnel			No. of shares	% of total shares	No. of shares	% of total shares
1	Vipul Devchand Rupareliya						
	At the beginning of the year			70,000	70%	70,000	70%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			70,000	70%	70,000	70%
2	Sumitaben Vipulbhai Rupareliya						
	At the beginning of the year			30,000	30%	30,000	30%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			30,000	30%	30,000	30%

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment. (Amt. Rs.)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,39,10,000	2,47,02,140	-	3,86,12,140
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1,39,10,000	2,47,02,140	-	3,86,12,140
Change in Indebtedness during the financial year				
* Addition	64534019.00	24809860.00	-	93393879.00
* Reduction	35843011.80	16800000.00	-	56693011.80
Net Change	28691007.2	8009860.00	-	36700867.20
Indebtedness at the end of the financial year				
i) Principal Amount	42601007.00	32712000.00	-	75313007.20
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	42601007.00	32712000.00	-	75313007.20

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

	Name	Vipul Rupareliya	Sumita Rupareliya	(Rs.)
	Designation	Director	Director	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,75,000	3,00,000	6,75,000
	(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)	3,75,000	3,00,000	6,75,000
	Ceiling as per the Act	Not Applicable		

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors		Total Amount
				(Rs.)
1	Independent Directors			
	Fee for attending board committee meetings	Not Applicable	Not Applicable	Not Applicable
	Commission			
	Others, please specify			
	Total (1)			
2	Other Non-Executive Directors			
	Fee for attending board committee meetings			
	Commission			
	Others, please specify			
	Total (2)			
	Total (B)=(1+2)			
	Total Managerial Remuneration			
	Overall Ceiling as per the Act	Not Applicable		

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

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
	Name				(Rs/Lac)
	Designation	CEO	CFO	CS	
1	Gross salary	Not	Not	Not	Not

	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Applicable	Applicable	Applicable	Applicable
	(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				

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			**Not Applicable**		
B. DIRECTORS					
Penalty					
Punishment					
Compounding					

Mobile : +91-9429137095
+91-8460663502
...eshpatel78@gmail.com
...eshpatel.co.in

... OTHER OFFICERS IN DEFAULT

...enalty						
...unishment			Not Applicable			
Compounding						

For & on behalf of Board of Directors of
M/s. V R INFRASPACE PRIVATE LIMITED

Date: 06th September, 2018
Place: Vadodara

V. D. Ruparaliya

Vipul Ruparaliya
(Director)
DIN:07364323

S.V.R

Sumita Ruparaliya
(Director)
DIN: 07364312

FORM NO. AOC-2

ANNEXURE - 2

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

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

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

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	NA
B	Nature of contracts/arrangements/transactions	NA
C	Duration of the contracts/arrangements/transactions	NA
D	Salient terms of the contracts or arrangements or transactions including the value, if any	NA
E	Justification for entering into such contracts or arrangements or transactions	NA
F	Date of approval by the Board	NA
G	Amount paid as advances, if any	NA
H	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NA

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

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	NA
B	Nature of contracts/arrangements/transactions	NA
C	Duration of the contracts/arrangements/transactions	NA
D	Salient terms of the contracts or arrangements or transactions including the value, if any:	NA
E	Date(s) of approval by the Board, if any	NA
F	Amount paid as advances, if any:	NA
G	Form shall be signed by the persons who have signed the Board's report.	

For & on behalf of Board of Directors of
M/s. V R INFRASPACE PRIVATE LIMITED

Date: 06th September, 2018
Place: Vadodara

V. D. Ruparaliya S. V. R

Vipul Ruparaliya (Director) DIN:07364323

Sumita Ruparaliya (Director) DIN: 07364312

Board Report 2017-18

Scanned by CamScanner