# YASHMIN BUILDCON PRIVATE LIMITED

**CIN:** U45309GJ2017PTC098592

**ADDRESS:** A/S/F-221, SHYONA CENTER, MEMCO FOUR ROAD, OPP. MEMCO TORRENT SUB ZONE OFFICE, AHMEDABAD, GUJARAT – 380025, INDIA.

## DIRECTORS' REPORT

**Dear shareholders,**
Your directors have pleasure in presenting the First Annual Report of your company, together with the Audited Accounts for the year ended 31 March 2018.

**FINANCIAL SUMMARY**
The company has earned a profit of Rs.252550.00 for the year ended 31 March 2018. The break-up of profit is given as follows :

| Particulars | 2017-2018 | 2016-2017 |
|---|---|---|
| Sales | 0.00 | 0.00 |
| Net Profit/(Loss) (PBDT) | 360560.00 | 0.00 |
| Less : Depreciation | 0.00 | 0.00 |
| Profit after depreciation but before tax (PBT) | 0.00 | 0.00 |
| Less : Taxes | 108010.00 | 0.00 |
| Net profit / (loss) for the period | 252550.00 | 0.00 |
| No. of Shares | 10000 | 0 |
| EPS | 25.26 | 0.00 |
| Proposed Dividend | 0.00 | 0.00 |
| Dividend tax | 0.00 | 0.00 |
| Balance of Profit Carried to B/S | 252550.00 | 0.00 |

**DIVIDEND**
The company does not propose any dividend during the current year.

**TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (J) OF THE COMPANIES ACT, 2013**
The board does not proposed any amount to carry to any specific reserves.

**STATE OF COMPANY'S AFFAIRS**
During the current financial year, the company has made Net Profit of Rs 252550.00 as compared to Net Profit Rs 0.00 made in previous financial Year.

For, Yasmin Buildcon Pvt. Ltd.

Director

For, Yasmin Buildcon Pvt. Ltd.

K.S. Patel

Director

**CHANGES IN NATURE OF BUSINESS**

There is no significant changes had been made in the nature of the company during the financial year.

**MATERIAL CHANGES AND COMMITMENTS OCCURRED BETWEEN THE DATE OF BALANCE SHEET AND THE DATE OF AUDIT REPORT**

No significant material changes and commitments have occurred between the date of the balance sheet and the date of the audit report.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS/COURTS/TRIBUNALS**

There are no significant and material orders passed by Regulators/Court/Tribunals against the company.

**ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Company has in place proper and adequate internal control systems commensurate with the nature of its business, size and complexity of its operations. Internal control systems comprising of policies and procedures are designed to ensure liability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations, and that all assets and resources are acquired economically, used.

**SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES AND THEIR PERFORMANCE**

There is no Subsidiary company or Joint Venture or Associate Companies of the Company.

**DEPOSITS**

During the financial year, Company has not accepted any type of deposits. Neither any type of deposits of previous year is Unpaid or Unclaimed during the financial year.

**STATUTORY AUDITORS**

**M/s. MK MALANI & CO.**, Chartered Accountants, were appointed as the Statutory Auditors of the Company from the conclusion of the First Annual General Meeting (AGM) of the Company and till the conclusion of Sixth. Accordingly, the appointment of **M/s MK MALANI & CO.**, Chartered Accountants, as Statutory Auditors of the Company is placed for ratification by the shareholders.

**AUDITORS REPORT**

Auditors had not made any qualification or did not make any adverse remark in their report regarding financial statements. Therefore, there is no need for any clarification or any comment on Auditors report.

| | |
|---|---|
| For, Yasmin Buildcon Pvt. Ltd. | For, Yasmin Buildcon Pvt. Ltd. |
| Director | K.S. Patil<br>Director |

**SHARE CAPITAL**

During the financial year, the Company had not issued any Equity Shares with Differential rights, any Sweat Equity Shares and any Employee Stock Options.

**ANNUAL REPORT**

The Extract of Annual report of the company in Form MGT-9 has been annexed with this report.

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

**A) Conservation of Energy : Nil**

**B) Technology Absorption : Nil**

**C) Foreign Exchange earnings and outgo:**
The company has no foreign exchange earnings and outgo transactions during the current financial year.

**CORPORATE SOCIAL REPONSIBILTY(CSR)**

Provisions of Corporate social responsibility are not applicable to the Company. Accordingly details of activities have not been attached in the format specified in the annexure of Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014.

**DIRECTORS**

**A)Changes in Directors and Key Managerial Persons:-**

There is no change in Directors and Key Managerial Persons by way of Appointment, Re-designation, Resignation, Death, Disqualification and Variations made or Withdrawn, etc., of the company during the financial year.

For, Yasmin Buildcon Pvt. Ltd.
Director

For, Yasmin Buildcon Pvt. Ltd.
Director

**B) Declaration by an Independent Director(s) and reappointment, if any:-**

The Board of Directors of the company hereby confirms that they have received the declaration of fulfilling the criteria of Independent Director specified in subsection (6) of section 149 of the Companies Act, 2013 from all the Independent directors if appointed during the year.

**NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS**

The Board of Directors of the Company has done 4 numbers of meetings during this financial year which is in compliance to the provisions of the Companies Act, 2013.

**LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186**

The Company has not made loans and Investments and has not given guarantees in compliance of section 186 of the Companies Act, 2013 during the financial year.

**CONTRACTS OR ARRAGNEMENTS WITH RELATED PARTIES**

Details in Form No AOC-2 for transaction entered with the related parties at on arm length or non arm length basis are NIL.

**MANAGERIAL REMUNERATION**

Provision of details of Managerial Remuneration required to be Disclosed in Boards Report as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to Company.

There is no employee who is withdrawing remuneration more than 60 Lacs per annum, more than 5 Lacs per month and more than remuneration of Managing Director or Whole Time Director.

**RISK MANAGEMENT POLICY**

Risks are event, situation or circumstances which may lead to negative consequences on the company's businesses. Risk management is a structured approach to manage uncertainty. A formal enterprise wide approach to Risk Management is being adopted by the company and key risks will now managed within unitary framework. As a formal roll-out, all business divisions and corporate function will embrace risk management policy and guidelines, and make use of these in their decisions making. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews. The risk management process in our multi-business, multi-site operations, over the period of time will become embedded into the company's business systems and processes, such that our responses to risks remain current and dynamic.

For, Yasmin Buildcon Pvt. Ltd.

Director

For, Yasmin Buildcon Pvt. Ltd.

K.S. Patel

Director

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## DIRECTOR'S RESPONSIBILTY STATEMENT

Pursuant to Section 134(3)(c) of the Companies Act, 2013, your directors confirm that:

(i) In the preparation of the accounts for the financial year ended 31 March 2018 the applicable Accounting standards have been followed along with proper explanations relating to material departures;

(ii) The directors have selected such accounting policies and applied them consistently and make judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the company at the end of the said financial year and of the profit and loss of the company for the said financial year;

(iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(iv) The directors have prepared the accounts for the year ended 31 March 2018 on a 'going concern' basis.

(v) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## ACKNOWLEDGEMENTS

Your company takes this opportunity to thank all the Shareholders and investors of the company for their continued support.

Your directors wish to place on record their appreciation for the co-operation and support received from employees, staff and other people associated with the company and look forward for their continued support.

For and on behalf of the board
YASHMIN BUILDCON PRIVATE LIMITED

SAURABHKUMAR B. PATEL
Director
( DIN - 0006781428)

KOMAL S. PATEL
Director
( DIN - 0006781421)

Date : 01/09/2018
Place : AHMEDABAD

# FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2018

[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 | U45309GJ2017PTC098592 |
| ii) | Registration Date | 04/08/2017 |
| iii) | Name of the Company | YASHMIN BUILDCON PRIVATE LIMITED |
| iv) | Category / Sub-Category of the Company | Company Limited By Shares/Indian Non-Government Comnpany |
| v) | Address of the Registered Office and contact details | A/S/F-221, SHYONA CENTER,MEMCO FOUR ROAD, OPP. MEMCO TORRENT SUB ZONE OFFICE, AHMEDABAD, GUJARAT- 380025, INDIA |
| vi) | Whether listed company Yes / No | NO |
| vii) | Name, Address and Contact details of Registrar and Transfer Agent, if any | N.A |

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

| Sr. No. | Name and description of main products / services | NIC code of the product/ | % to total turnover of the Company |
|---|---|---|---|
| 1 | BUILDING OF COMPLETE CONSTRUCTIONS OR PARTS THEREOF, CIVIL ENGINEERING | 9853 | 100 |

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - NOT APPLICABLE

| Sr. No. | Name and address of the company | CIN/GLN | Holding/ Subsidiary/ | % of shares held | Applicable Section |
|---|---|---|---|---|---|
| 1 | NIL | NIL | NIL | NIL | NIL |

## IV. SHAREHOLDING PATTERN (Equity share capital breakup as percentage of total equity)

i. Category-wise shareholding

| Sl. No. | Category of Shareholders | No. of Shares held at the beginning of the year (01.04.2017) | | | | No. of Shares held at the end of the year (31.03.2018) | | | % Change during the |
|---|---|---|---|---|---|---|---|---|---|
| | Particulars | Demat | Physical | Total | % of total shares | Demat | Physical | % of total shares | |
| A | Promoters | | | | | | | | |
| 1 | Indian | | | | | | | | |
| a | Individual/HUF | 0 | 10000 | 10000 | 100.00 | 0 | 10000 | 100.00 | 0.00 |
| b | Central Govt. | | | | | | | | |
| c | State Govt.(s) | | | | | | | | |
| d | Bodies Corp. | | | | | | | | |
| e | Banks / FI | | | | | | | | |
| f | Any Other | | | | | | | | |
| Sub-total (A) (1):- | | 0 | 10000 | 10000 | 100.00 | 0 | 10000 | 100.00 | 0.00 |
| 2 | Foreign | | | | | | | | |
| a | NRIs-Individuals | | | | | | | | |
| b | Other-Individuals | | | | | | | | |
| c | Bodies Corp. | | | | | | | | |
| d | Banks/ FI | | | | | | | | |
| e | Any Other | | | | | | | | |
| Sub-total (A) (2):- | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total SH of Promoter (A)=(A)(1)+(A)(2) | | 0 | 10000 | 10000 | 100 | 0 | 10000 | 100 | 0 |
| B | Public Shareholding | | | | | | | | |
| 1 | Institutions | | | | | | | | |
| a | Mutual Funds | | | | | | | | |
| b | Banks / FI | | | | | | | | |
| c | Central Govt | | | | | | | | |
| d | State Govt(s) | | | | | | | | |
| e | Venture Capital Fun | | | | | | | | |
| f | Ins. Companies | | | | | | | | |
| g | FIIs | | | | | | | | |
| h | Venture Capital Fun | | | | | | | | |
| i | Others | | | | | | | | |
| Sub-total (B) (1):- | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |

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| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| 2 | **Non-Institutions** | | | | | | | | |
| a | Bodies Corp. | | | | | | | | |
| i | Indian | | | | | | | | |
| ii | Overseas | | | | | | | | |
| b | Individuals | | | | | | | | |
| i | holding shares upto Rs.1 lakh | | | | | | | | |
| ii | holding shares above Rs.1 lakh | | | | | | | | |
| c | Others | | | | | | | | |
| **Sub-total (B) (2):-** | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| **Total Public SH [(B)=(B)(1)+(B)(2)]** | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c | Shares held by Custodian for GDRs & ADRs | | | | | | | | |
| **Grand Total (A+B+C)** | | 0 | 10000 | 10000 | 100.00 | 0 | 10000 | 100.00 | 0.00 |

**ii. Shareholding of Promoters**

| Sl. No. | | Shareholding at the beginning of the year | | | Shareholding at the end of the | | % change in share holding during the year |
|---|---|---|---|---|---|---|---|
| | | No. of shares | % of total Shares of Co. | % of Shares Pledged/encumbered of total shares | No. of shares | % of Shares Pledged/encumbered of total shares | |
| 1 | SAURABHKUMAR BABULAL PATEL | 9800 | 98.00 | 0 | 9800 | 0.00 | 0 |
| 2 | KOMAL SAURABHKUMAR PATEL | 100 | 1.00 | 0 | 100 | 0.00 | 0 |
| 3 | KANTABEN BABUBHAI PATEL | 100 | 1.00 | 0 | 100 | 0.00 | 0 |
| | **TOTAL** | 10000 | 100.00 | 0 | 10000 | 0.00 | 0 |

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

| **Particulars** | **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 | No Change | | | |
| Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment/transfer / bonus/ sweat equity etc): | | | | |
| At the End of the year | | | No Change | |

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

| Sl. No. | Name of the shareholders | Shareholding at the beginning of the year as on 1.4.2017 | | Change in shareholding during the year | | Shareholding at the end of the year as on 31.3.2018 | |
|---|---|---|---|---|---|---|---|
| | | No. of shares | % of total shares | No. of shares | % of total shares | No. of shares | % of total shares |
| | | | | | | | |

**v. Shareholding of Directors and Key Managerial personnel**

| Sl. No. | Name of the Directors/ KMP | Shareholding at the beginning of the year as on 1.4.2017 | | Shareholding at the end of the year as on 31.3.2018 | |
|---|---|---|---|---|---|
| | | **No. of shares** | **% of total shares** | **No. of Shares** | **% of total shares** |
| **1** | **SAURABHKUMAR BABULAL PATEL** | | | | |
| At the beginning of the year | | 9800 | 98 | 9800 | 98 |
| Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | | 0 | 0 | 0 | 0 |
| At the End of the year | | 9800 | 98 | 9800 | 98 |
| **2** | **KOMAL SAURABHKUMAR PATEL** | | | | |
| At the beginning of the year | | 100 | 1 | 100 | 1 |
| Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | | 0 | 0 | 0 | 0 |
| At the End of the year | | 100 | 1 | 100 | 1 |
| **3** | **KANTABEN BABUBHAI PATEL** | | | | |
| At the beginning of the year | | 100 | 1 | 100 | 1 |
| Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ | | 0 | 0 | 0 | 0 |
| At the End of the year | | 100 | 1 | 100 | 1 |

**V. Indebtedness (Rs.in lakhs)**

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

| Particulars | Secured Loan excluding deposits | Unsecured Loan | Deposits* | Total Indebtedness |
|---|---|---|---|---|
| **Indebtedness at the beginning of the financial year** | | | | |
| i) Principal Amount | | | | |
| ii) Interest due but not paid | 0 | 0 | 0 | 0 |
| iii) Interest accrued but not due | | | | |
| Total (i+ii+iii) | | | | |
| **Change in Indebtedness during the financial year** | 0 | 0 | 0 | 0 |
| Addition | | | | |
| Reduction | | 15250000 | | 15250000 |
| Net Change Indebtedness | | | | |
| At the end of the financial year | | 15250000 | | 15250000 |
| i) Principal Amount | | | | |
| ii) Interest due but not paid | 0 | 15250000 | 0 | 15250000 |
| iii) Interest accrued but not due | | | | |
| Total (i+ii+iii) | 0 | 15250000 | 0 | 15250000 |

**VI. Remuneration of Directors and Key Managerial Personnel**

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

| S[illegible] | Particulars of Remuneration | Name of the MD/WTD/Manager/Director | | Total Amount |
|---|---|---|---|---|
| | | Mr.SAURABHKUMAR BABULAL PATEL | Mr.KOMAL SAURABHKUMAR PATEL | |
| 1 | **Gross Salary** | | | |
| a | Salary as per provisions contained in section | 0 | 0 | 0 |
| b | Value of perquisites u/s 17(2) Income tax Act, | | | |
| c | Profits in lieu of salary under section 17(3) | | | |
| 2 | Stock Option | | | |
| 3 | Sweat Equity | | | |
| 4 | Commission | | | |
| | - as a % of profit | | | |
| | others (specify) | | | |
| 5 | Others, please specify: Retirement Benefits | | | |
| | Total (A) | | | |
| | Ceiling as per the Act | 0 | 0 | 0 |

**B. Remuneration to other directors:**

| Sl.No. | Particulars of Remuneration | Name of the other Directors | | | Total Amount |
|---|---|---|---|---|---|
| 1 | **Independent Directors** | Mr. | Mr. | Mr. | |
| | Fee for attending board / committee meetin | | | | |
| | Commission | | | | |
| | Others, please specify | | | | |
| | **Total 1** | | | | |
| 2 | **Other Non Executive Directors** | Mr. | Mr. | Mr. | |
| | Fee for attending board / committee meetin | | | | |
| | Commission | | | | |
| | Others, please specify | -----N.A.----- | | | |
| | **Total 2** | | | | |
| | **Total (B)=(1+2)** | | | | |
| | **Total Managerial Remuneration** | | | | |
| | **Total Remuneration (A+B)** | | | | |
| | **Overall Ceiling as per the Act** | | | | |

**C. Remuneration to key managerial personnel other than MD/Manager/WTD**

| Sl.No. | Particulars of Remuneration | Key Managerial Personnel | | | Total Amount |
|---|---|---|---|---|---|
| | | Chief Executive | Chief Financial | Company | |
| 1 | Gross Salary | | | | |
| a | Salary as per provisions contained in section | | | | |
| b | Value of perquisites u/s 17(2) Income tax Act, | | | | |
| c | Profits in lieu of salary under section 17(3) | | | | |
| 2 | Stock Option | | | | |
| 3 | Sweat Equity | | | | |
| 4 | Commission | -----N.A.----- | | | |
| | - as a % of profit | | | | |
| | others (specify) | | | | |

| | | | | | |
|---|---|---|---|---|---|
| 5 | Others, please specify: Retirement Benefits | | | | |
| | Total | | | | |

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

| Type | Section of the Companies Act | Brief Description | Details of penalty/ punishment/ compounding fee imposed | Authority [RD/NCLT/ Court] | Appeal made if any (give details) |
|---|---|---|---|---|---|
| A. Company | | | | | |
| -Penalty | | | | | |
| -Punishment | | | | | |
| -Compounding | | | | | |
| B. Directors | | | | | |
| -Penalty | | -----N.A.----- | | | |
| -Punishment | | | | | |
| -Compounding | | | | | |
| C. Other officer in default | | | | | |
| -Penalty | | | | | |
| -Punishment | | | | | |
| -Compounding | | | | | |

For, Yasmin Buildcon Pvt. Ltd.

Director