

TRIMURTI INFRABUILD PRIVATE LIMITED

DIRECTORS' REPORT

To
The Members
TRIMURTI INFRABUILD PRIVATE LIMITED
Ahmedabad

Your Directors have the pleasure in presenting the Annual Report and audited accounts for the year ended 31st March, 2015.

The financial highlights for the year were:

FINANCIAL RESULTS:

	Particulars	2014-15 (Rs.)	2013-14 (Rs.)
	Gross Revenue	1,00,00,000	2,55,83,150
	Other Income	4,65,168	10,07,198
	Total	1,04,65,168	2,65,90,348
	Profit Before Interest, depreciation, Tax	48,47,253	33,50,345
Less:	Interest & Finance Charges	44,13,869	26,18,841
	Depreciation	3,07,436	3,21,346
	Profit Before Taxation	1,25,948	4,10,158
Less:	Current Tax	79,886	1,81,360
	Deferred Tax	(40,461)	(35,136)
	Excess Provision for Income Tax	0	0
	Profit After Taxation	86,523	2,63,934

OPERATION:

During the year under review, total revenue of the Company was from operation and other income which were Rs. 104.65, Lacs compared to total revenue from operation and other income of Rs. 265.90, Lacs in the previous year and Profit of Rs. 0.86 Lacs as compared to net Profit of Rs. 2.64 Lacs in the previous year.

TRANSFER TO RESERVES:

There is no transfer to reserve during the year under review.

DIVIDEND:

Directors of the Company have not recommended any dividend for the year under review.

DEPOSITS

The Company has not accepted or renewed any deposits during the year under review.

CHANGE IN THE NATURE OF BUSINESS.

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

NUMBER OF MEETINGS OF BOARD

There were Four (4) Board Meetings held on 30/06/2014, 30/08/2014, 08/10/2014 & 21/02/2015 during the year under review.

DETAILS OF DIRECTORS WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR

During the year under review, there was no change in the constitution of the Board of Directors of the Company.

TRIMURTI INFRABUILD PRIVATE LIMITED

DIRECTORS' RESPONSIBILITY STATEMENT

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

(i) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(ii) 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;

(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 directors had prepared the annual accounts on a going concern basis; and

(v) the directors, in the case of listed company had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.--**Not Applicable--**

(vi) the directors had developed proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

AUDITORS

The Statutory Auditors **M/s. BHARATIYA & MALKANI**, Chartered Accountants (FRN-127222W), retire at the forthcoming Annual General Meeting and, being eligible, offer themselves for reappointment. The Directors recommend the reappointment of M/s. BHARATIYA & MALKANI, until the conclusion of the next Annual General Meeting, on such terms and conditions as may be decided by the Board.

BOARD EXPLANATIONS OR COMMENTS ON EVERY QUALIFICATIONS/ADVERSE REMARKS IN AUDITOR'S REPORT:

There is no qualification or adverse remarks made by the Statutory Auditors in their Audit Report and hence no explanation or comments of the Board is required in this matter.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

During the year under review, the Company has not granted any guarantees or provided securities and has not made any investment. However the company give loan to other company which are prescribed as follows as per Section 186 of Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY(S)

The Company has entered into Contracts or Arrangements with related parties during the year under review. Mr. Nishant J Patel who is Son of Director's Brother engage as an employee for the post of Site supervisor since 2013 and Mr. Prikesh K Patel who is Son of Director having qualification as a Civil Engineer & engage in employment as Supervisor since 2011. Form AOC-2 pursuant to Section 134 read with Section 188 of Companies Act, 2013 is attached herewith as Annexure 'A'.

MATERIAL CHANGES OR 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 statement relate and the date of this report.

ENERGY CONSERVATION/TECHNOLOGY ABSORPTION/FOREIGN EXCHANGES EARNING & OUTGO

The Company has no activities relating to conservation of energy or technology absorption. There hasn't been foreign exchange earnings or outgo during the year under review.

STATEMENT ON RISK MANAGEMENT POLICY

The Company has been addressing various risks through well-defined risk management policy/procedures, which are in the opinion of the Board may threaten the existences of the Company.

TRIMURTI INFRABUILD PRIVATE LIMITED

COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR

During the year, no Company has become or ceased to be Company's Subsidiaries, Joint Ventures Or Associate Companies.

PARTICULARS OF EMPLOYEES

The Company has no employee who is receipt of salary of Rs. 5, 00,000 per month or Rs. 60 Lacs per annum during the year under review and hence the Company is not required to give information under Sub Rule 2 and 3 of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

EXTRACT OF ANNUAL RETURN

The extract of annual return for the financial year 2014-15 is annexed as 'Annexure-B'.

MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

During the year under review, there are no significant material orders passed by the Regulators / Courts / Tribunals, which would impact the going concern status of the company and its future operations

INTERNAL FINANCIAL CONTROLS

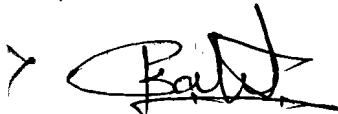
The Company has adequate internal financial controls commensurate with the nature & size of business of the Company.

ACKNOWLEDGEMENTS:

Your Directors acknowledges and place on record its sincere appreciation for the support and support extended to us by the shareholders, vendors, bankers, customers, Government Departments for their continued support and co-operation. Your Directors also acknowledge the handwork, dedication and commitment of the employees etc.

On behalf of the Board of Directors

FOR, TRIMURTI INFRABUILD PRIVATE LIMITED



(Krishnakant P Patel)

Chairman

DIN: 01915519

TRIMURTI INFRABUILD PRIVATE LIMITED

"Annexure-A"

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)

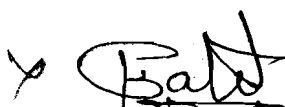
Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

A. Details of contracts or arrangements or transactions not at arm's length basis	
(a) Name(s) of the related party and nature of relationship	- NIL-
(b) Nature of contracts/arrangements/transactions	- NIL-
(c) Duration of the contracts / arrangements/transactions	- NIL-
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	- NIL-
(e) Justification for entering into such contracts or arrangements or transactions	- NIL-
(f) date(s) of approval by the Board	- NIL-
(g) Amount paid as advances, if any:	- NIL-
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	- NIL-

B. Details of material contracts or arrangement or transactions at arm's length basis	
(a) Name(s) of the related party and nature of relationship	NISHANT JITENDRABHAI PATEL SON OF DIRECTOR'S BROTHER
(b) Nature of contracts/arrangements/transactions	Appointment to office or place of profit on remuneration under Section 188(1)(f) of the Companies Act, 2013. Since 2013 Appoint as site Supervisor
(c) Duration of the contracts / arrangements/transactions	Not Fixed
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Rs. 1, 80,000/- Payable Annually
(e) Date(s) of approval by the Board, if any:	25 th March 2013
(f) Amount paid as advances if any:	- NIL-

B. Details of material contracts or arrangement or transactions at arm's length basis	
(a) Name(s) of the related party and nature of relationship	PRIKESH K PATEL SON OF DIRECTOR (KRISHNAKANT P PATEL)
(b) Nature of contracts/arrangements/transactions	Appointment to office or place of profit as supervisor on remuneration under Section 188(1)(f) of the Companies Act, 2013. Since 2011 Appoint as Supervisor
(c) Duration of the contracts / arrangements/transactions	Not Fixed
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Rs. 2,00,000/- Payable Annually
(e) Date(s) of approval by the Board, if any:	04 th May 2011
(f) Amount paid as advances if any:	- NIL-

On behalf of the Board of Directors
FORTRIMURTI INFRABUILD PRIVATE LIMITED


(Krishnakant P Patel)
 Chairman
 DIN: 01915519

TRIMURTI INFRABUILD PRIVATE LIMITED

"Annexure-B"

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on **31/03/2015**

[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:-	U55101GJ1995PTC028402
ii) Registration Date	12/12/1995
iii) Name of the Company	TRIMURTI INFRABUILD PRIVATE LIMITED
iv) Category / Sub-Category of the Company	Company limited by shares/Indian Non-Government Company
v) Address of the Registered office and contact details	201, Coral Complex. Opp. Hetarth Party Plot, Science City Road, Sola, Ahmedabad 380060
vi) Whether listed company Yes / No	No
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	NIL

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	55101	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sl. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares Held	Applicable Section
NIL					

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. Promoters									
(1) Indian									
a) Individual/HUF	-	8,51,250	8,51,250	100%	-	8,51,250	8,51,250	100%	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	-	8,51,250	8,51,250	100%	-	8,51,250	8,51,250	100%	-

TRIMURTI INFRABUILD PRIVATE LIMITED

Grand Total (A+B+C)	-	8,51,250	8,51,250	100%	-	8,51,250	8,51,250	100%	-
--------------------------------	---	-----------------	-----------------	-------------	---	-----------------	-----------------	-------------	---

(ii) Shareholding of Promoters

Sr No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of 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	% change in share holding during the year
1	Somabhai J Patel (HUF)	14000	1.64%	--	14000	1.64%	--	--
2	Navinbhai S Patel (HUF)	9750	1.15%	--	9750	1.15%	--	--
3	Dahiben S Patel	13000	1.53%	--	13000	1.53%	--	--
4	Krishnakant P Patel	301500	35.42%	--	301500	35.42%	--	--
5	Geetaben K Patel	96750	11.37%	--	96750	11.37%	--	--
6	Kaushikkumar V Patel	50000	5.87%	--	50000	5.87%	--	--
7	Surekhaben K Patel	40000	4.70%	--	40000	4.70%	--	--
8	Navinbhai S Patel	50000	5.87%	--	50000	5.87%	--	--
9	Manjulaben N Patel	45000	5.29%	--	45000	5.29%	--	--
10	Bhavikkumar N Patel	40000	4.70%	--	40000	4.70%	--	--
11	Kaushikkumar S Patel	62500	7.34%	--	62500	7.34%	--	--
12	Parakesh K Patel	45000	5.29%	--	45000	5.29%	--	--
13	Krishnakant P Patel (HUF)	12500	1.47%	--	12500	1.47%	--	--
14	Somabhai J Patel	12500	1.47%	--	12500	1.47%	--	--
15	Kaushikkumar S Patel (HUF)	8750	1.03%	--	8750	1.03%	--	--
16	Krishnakant P Patel (PREF.)	25000	2.94%	--	25000	2.94%	--	--
17	Navinbhai S Patel (PREF.)	25000	2.94%	--	25000	2.94%	--	--

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

	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
At the beginning of the year	8,51,250	100%	8,51,250	100%
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment /transfer / bonus/ sweat equity etc):	-No Change-	--	--	--
At the End of the year	8,51,250	100%	8,51,250	100%

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) [For each of the Top 10 Shareholders] : None

	Shareholding at the beginning of the year	Cumulative Shareholding during the year
--	---	---

TRIMURTI INFRABUILD PRIVATE LIMITED

	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	--	--	--	--
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	--	--	--	--
At the End of the year (or on the date of separation, if separated during the year)	--	--	--	--

(v) Shareholding of Directors and Key Managerial Personnel: (for each of the Directors and KMP)

KRISHNAKANT PRABHUDAS PATEL	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
At the beginning of the year:	3,01,500	35.42%	3,01,500	35.42%
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-NO CHANGES-	--	--	--
At the End of the year:	3,01,500	35.42%		

KRISHNAKANT PRABHUDAS PATEL (PREFERENCE SHARE)	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
At the beginning of the year:	25,000	2.94%	25,000	2.94%
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-NO CHANGES-	--	--	--
At the End of the year:	25,000	2.94%		

NAVINBHAI SOMABHAI PATEL	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
At the beginning of the year:	50,000	2.94%	50,000	2.94%
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-NO CHANGES-	--	--	--

TRIMURTI INFRABUILD PRIVATE LIMITED

etc):				
At the End of the year:	50,000	2.94%		

NAVINBHAI SOMABHAI PATEL (PREFERENCE SHARE)	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
At the beginning of the year:	25,000	2.94%	25,000	2.94%
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-NO CHANGES-	--	--	--
At the End of the year:	25,000	2.94%		

KAUSHIKKUMAR VITTHALBHAI PATEL	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
At the beginning of the year:	50,000	2.94%	50,000	2.94%
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-NO CHANGES-	--	--	--
At the End of the year:	50,000	2.94%		

PRAKASHBHAI VITTHALBHAI PATEL	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
At the beginning of the year:	--	--	--	--
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-NO CHANGES-	--	--	--
At the End of the year:	--	--		

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	6,40,179	4,05,37,132	-	4,11,77,311
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due				
Total (i+ii+iii)	6,40,179	4,05,37,132	-	4,11,77,311

TRIMURTI INFRABUILD PRIVATE LIMITED

Change in Indebtedness during the financial year				
• Addition	-	40,63,642	-	40,63,642
• Reduction	(4,19,002)	-	-	(4,19,002)
Net Change	(4,19,002)	40,63,642	-	36,44,640
Indebtedness at the end of the financial year				
i) Principal Amount	2,21,177	4,46,00,774	-	4,48,21,951
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due				
Total (i+ii+iii)	2,21,177	4,46,00,774	-	4,48,21,951

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/WTD/Manager	Total Amount
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	-----NIL-----	
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:

Sl. no.	Particulars of Remuneration	Name of the Directors				Total Amount
		Prakash V Patel	Kaushikbhai V Patel	Krishnakant Patel		Total
1.	1. Independent Directors • Fee for attending board / committee meetings • Commission • Others, please specify	N.A.	N.A.	N.A.	N.A.	N.A.
	Total (1)	N.A.	N.A.	N.A.	N.A.	N.A.
	2. Other Non-Executive/ Executive Directors • Fee for attending board / committee meetings • Commission • Others, please specify	2,50,000/-	2,50,000/-	5,00,000/-	N.A.	10,00,000/-
	Total (2)	2,50,000/-	2,50,000/-	5,00,000/-	N.A.	10,00,000/-

TRIMURTI INFRABUILD PRIVATE LIMITED

Total B = 1+2)	2,50,000/-	2,50,000/-	5,00,000/-	N.A.	10,00,000/-
Total Managerial Remuneration				N.A.	10,00,000/-
Overall Ceiling as per the Act	N.A.	N.A.	N.A.	N.A.	N.A.

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

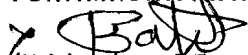
Particulars of Remuneration	Key Managerial Personnel			
	CEO	Company Secretary	CFO	Total
1. Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-----NIL-----			
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)
Penalty	-----NONE-----				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	-----NONE-----				
Punishment					
Compounding					

On behalf of the Board of Directors

FORTRIMURTI INFRABUILD PRIVATE LIMITED


(Krishnakant P. Patel)

Chairman

DIN: 01915519