KHATUSHYAM PROJECTS PVT. LTD.

NOTICE

Notice is hereby given that the Tenth Annual General Meeting of the members of the Khatushyam Projects Pvt. Ltd. will be held on Friday the 30th September, 2016 at 4:00 P.M at the Registered Office at 1540/III ,(PVT.) No.-105, First Floor, Kucha Kacha Bagh,S.P.Mukherjee Marg,Delhi-110006 to transact the following business:-

ORDINARY BUSINESS:

1. **To Consider and Adopt:**

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

"**RESOLVED THAT** the Audited Balance Sheet & Statement of Profit and Loss Account and Cash Flow Statement for the financial year ended March 31st , 2016 along with the Auditor's Report and the Director's Report as circulated to the shareholders and laid before the meeting, be received, considered and adopted."

2. **Ratification of 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 and all other applicable provisions, if any, of the Companies Act,2013 and the Rules framed there under, as amended from time to time, the Company hereby ratifies the appointment of M/s. Goyal & Singhal Chartered Accountant, (FRN: 012744N), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting of the company to be held in the year 2017 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors".

By Order of the Board
Khatushyam Projects Private Limited

Place: New Delhi
Date: 04.08.2016

Surinder Kumar Sharma	Rohit Garg
Director	Director
DIN: 06407051	DIN:01558657
Add:22/1,Shakti Nagar,	Add:BN-47(E),Shalimar Bagh
New Delhi-110007	Delhi, 110088

NOTE:

ATUSHYAM PROJECTS PVT. LTD.
III (Pvt.) No.-105, First Floor, Kucha Kacha Bagh, S.P.M. Marg, Delhi-110006
U70109DL2006PTC151497

1. A member who is entitled to attend and vote at the meeting is also entitled to appoint one or more proxies to attend and vote on poll instead of himself/herself. And such proxy is need not be a member of the Company.

Date ....

2. In order to be effective proxy forms duly completed should be deposited at the registered office of the company not less than 48 hours before the time fixed for meeting

DIRECTORS' REPORT

To,
The Members,

Your Directors have pleasure in presenting this Tenth Annual Report on the affairs of the Company together with the Audited Statement of Accounts for the year ended on 31st March, 2016

1. **Financial Summary or Highlights/Performance of the Company :**

Particulars	For the Year ended March 31, 2016(in Rs.)	For the Year ended March 31, 2015 (in Rs.)
Total Revenue	-	65,59,038.00
Total Expenses	19,38,224.00	1,38,90,053.00
Profit/(Loss) before Tax	(19,38,224.00)	(73,31,015.00)
Tax (Current Year)	0.00	0.00
Tax (Deferred)	0.00	0.00
Tax Adjusted for earlier years	0.00	0.00
Net Profit/(Loss)	(19,38,224.00)	(73,31,015.00)

2. **Transfer to Reserves**

The Company has not transferred any amount to reserves during the year except Net Profit/Loss of the previous years.

3. **Change in the Nature of Business**

There is no Change in the nature of the business of the Company done during the year.

4. **Material changes and commitments affecting the Financial position of the company**

There were no material changes and commitments affecting the financial position of the Company.

5. **Particulars of Employee**

- None of the employee has received remuneration exceeding the limit as stated in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

6. **Dividend**

Since the company doesnot have sufficient profit in the present year so your Directors are not in a position to declare any dividend.

7. **Subsidiary Company**

As on March 31, 2016, the Company does not have any subsidiary.

8. **Meetings of the Board**

During the Financial Year 2015-16 board of directors met Nine times.

9. **Directors and Key Managerial Personnel**

The Board of Director includes Mr.Surinder Kumar Sharma and Mr. Rohit Garg during the Financial Year 2015-16.

10. **Company's Policy on Directors' Appointment And Payment of Remuneration and Discharge Of Their Duties**

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company.

11. **Corporate Social Responsibility**

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

12. **Risk Management Policy**

The Company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by your Board and is also subject to its review from time to time. Risk mitigation process and measures have been also formulated and clearly spelled out in the said policy.

13. **Significant and Material Orders Passed by the Regulators**

During the year under review, no significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operations.

14. **Statutory Auditors**

"**RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, the Company hereby ratifies the appointment of M/s. Goyal & Singhal Chartered Accountants, (FRN: 012744N), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting of the company to be held in the year 2017 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors".

15. **Auditors' Report**

There were no qualifications, reservations or adverse remarks made by the Auditors in their respective reports.

16. **Declaration by Independent Directors**

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 hence no declaration has been obtained.

17. **Extract of Annual Return**

Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return in Form MGT 9 is Annexed as **Annexure-A**

18. **Particulars of Loans, Guarantees or Investments under Section 186**

The Company has not made any guarantees or investments under Section 186 of the Companies Act, 2013 during the year under review.

19. **Deposits**

The Company has neither accepted nor renewed any deposits during the year under review.

20. **Particulars of Contracts or Arrangements with Related Parties Referred to in Sub-Section (1) of Section 188.**

The Company has not made contracts and arrangements with related party referred to in sub-section (1) of section 188 of Companies Act, 2013.

21. **Conservation of Energy, Technology Absorption And Foreign Exchange Earnings and Outgo**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies

Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as "**Annexure B**".

22. Directors' Responsibility Statement

Pursuant to the requirement under section 134(3) (C) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

i. In the preparation of the annual accounts for the financial year ended 31st March, 2016, 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 as at March 31, 2016 and of the profit and 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 the Companies Act, 2013 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 had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

23. Acknowledgement

The Board wishes to place on record its sincere thanks to all the parties associated with the affairs of the Company for their valuable contribution.

The Board also wishes to place on record their deep sense of appreciation for the devoted services of the Executives, Staff and Workers of the company for its success.

By Order of the Board
Khatushyam Projects Private Limited

Place: New Delhi
Date: 02.08.2016

Surinder Kumar Sharma	Rohit Garg
Director	Director
DIN: 06407051	DIN:01558657
Add:22/1,Shakti Nagar, New Delhi-110007	Add:BN-47(E),Shalimar Bagh Delhi, 110088

ANNEXURE – B

Information under Section 134(3)(m) of the Companies Act, 2013 read with rule 8(3) the Companies (Accounts) Rules, 2014 and forming part of the Report of the Directors

(A) Conservation of energy-

(i) the steps taken or impact on conservation of energy: NIL

(ii) the steps taken by the company for utilising alternate sources of energy: NIL

(iii) the capital investment on energy conservation equipments: NIL

(B) Technology absorption-

(i) the efforts made towards technology absorption: NIL

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution: NIL

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- : NIL

(iv) the expenditure incurred on Research and Development: NIL

(C) Foreign exchange earnings and Outgo-

NIL

ANNEXURE A
FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN as on the financial year ended on 31.03.2016

[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 U70109DL2006PTC151497

ii) Registration Date :01.08.2006

iii) Name of the Company :M/sKhatushyam Projects Private Limited

iv) Category of Company :Company Limited by Shares
Sub-Category of Company :Indian Non Government Company

v) Address of the registered office & Contact Details: :1540/III,(PVT) No.105,First Floor,Kucha Kacha Bagh,S.P.Mukherjee Marg, Delhi-110006

vi) Whether listed company :No

vii) Name, Address and Contact Details of Registrar and 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:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	-	-	-

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S. No.	Name and Address of Company	CIN/GLN	Holding /Subsidiary/Associate	% of Shares held	Applicable Section
N.A					

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		1345000	1345000	44.83%	-	1345000	1345000	44.83%	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d)) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other….	-	-	-	-	-	-	-	-	-
Sub-Total (A1)	-	1345000	1345000	44.83%		1345000	1345000	44.83%	-

•

) Foreign a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-Total (A2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	-	1345000	1345000	44.83%		1345000	1345000	44.83%	-
B. Public Shareholding **1. Institutions** a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-

i) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions a) Bodies Corp. i) Indian ii) Overseas		- 765000 -	765000 -	25.50% -		765000 -	765000 -	25.50% -	
b) Individuals i) Individual shareholders holding nominal share capital upto Rs. 1 lakh ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh		- 890000	- 890000	- 29.67%		- 890000	- 890000	- 29.67%	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	1655000	1655000	55.17%		1655000	1655000	55.17%	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)		1655000	1655000	55.17%		1655000	1655000	55.17%	
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-

Grand Total (A+B+C)	-	3000000	3000000	100%		3000000	3000000	100%	-

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shar es	% of total Shares of the compa ny	%of Shares Pledged / encumbe red to total shares	No. of Shar es	% of total Shares of the compa ny	%of Shares Pledged / encumbe red to total shares	
1.	Surinder Ku. Sharma	1345000	44.83%	-	1345000	44.83%	-	-

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

Sl. No.		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 Promoters 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				

(iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDR and ADRs):

Sl. No	Name of Shareholder	Shareholding at the beginning of the year		Change in shareholding (No. of Shares)		Shareholding at the end of the year	
		No. of Shares	% of total shares of the Company	Increase	Decrease	No. of Shares	% of total shares of the Company
1.	Mein Huang P M C P Ltd	295000	9.83%	-	-	295000	9.83%
2.	Dwarkadhis Buildwell P Ltd	290000	9.66%	-	..	290000	9.66%
3.	P.D Garg	185000	6.16%	-	-	185000	6.16%
4.	Sulochna Garg	120000	4.00%	-	-	120000	4%
5.	Sneh lata Garg	100000	3.33%	-	-	100000	3.33%
6.	Ram babu Garg	100000	3.33%	-	-	100000	3.33%
7.	Sumit Garg	100000	3.33%	-	-	100000	3.33%
8.	Ram Babu Garg HUF	95000	3.16%	-	-	95000	3.16%
9.	Bal Kishan Garg	95000	3.16%	-	-	95000	3.16%
10.	SKG Estate P Ltd	90000	3.00%	-	-	90000	3.00%
11.	J.B.Fashions Ltd	90000	3.00%	-	-	90000	3.00%

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name of the Director/KMP	For each of the Directors and KMP	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
1.	Surinder Ku Sharma	At the beginning of the year	1345000	44.83%	1345000	44.83%
		Date wise Increase / Decrease in Share holding during the year .	-	-	-	-
		At the End of the year	1345000	44.83%	1345000	44.83%

			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 .	-	-	-	-
		At the End of the year	-	-	-	-
			No. of shares	% of total shares of the	No. of shares	% of total shares of the company

				company		

V. INDEBTEDNESS

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

(Rs. In Cr)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	14.37	-	14.37
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not	-	-	-	-
Total (i+ii+iii)	-	14.37	-	14.37
Change in Indebtedness during the financial year				
· Addition	-	-	-	1.62
· Reduction	-	1.62	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	12.75	-	12.75
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	12.75	-	12.75

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		
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 Directors	Total Amount
	1. Independent Directors Fee for attending board committee meetings · 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		

C. **Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD**

Sl. No	Particulars of Remuneration	Key Managerial Personnel	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		
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	

By Order of the Board
Khatushyam Projects Pvt. Ltd.

Place: New Delhi

Date: 02.08.2016

Surinder Kumar Sharma
Director
DIN: 06407051
Add:22/1,Shakti Nagar,
New Delhi-110007

Rohit Garg
Director
DIN:01558657
Add:BN-47(E),Shalimar Bagh
Delhi, 110088

GOYAL & SINGHAL
Chartered Accountants

BN-57, 3rd Floor, (East) Shalimar Bagh,
New Delhi-110088
Ph.: 47094901 Fax: 91-11-47094906

kram K. Singhal
Com. F.C.A.

INDEPENDENT AUDITORS' REPORTS

TO THE MEMBERS OF M/S KHATUSHYAM PROJECTS PVT.LTD.

Report on the Financial Statements

1. We have audited the accompanying financial statements of M/s Khatushyam Projects Pvt. Ltd. ("the Company"), which comprise the Balance Sheet as at 31st March,2016, the Statement of Profit and Loss and Cash Flow statement for the year then ended, and a Summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. The Company's Board of Directors is responsible for the matter stated in Section 134(5) of the Companies Act, 2013("the Act") with respect to the preparation of these financial statements that give true and fair view of the financial position, financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, relevant to the preparation and presentation of the financial statements that gives a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

3. Our Responsibility is to express an opinion on these financial statements based on our audit.
4. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be including in the audit report under the provisions of the Act and the Rules made thereunder.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10)of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from materials misstatements.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial

statements, whether due to fraud or error. In making those risk Assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and operating effectiveness of such control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its profit/loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

9. As required by Companies (Auditor's Report) , Order ,2016 ("the Order")issued by the Central Government of India in terms of Section 143 (11) of the Act, (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure-A, a statement on the matters specified on the matters specified in paragraphs 3 and 4 of the Order .

10. As required by Section 143(3)of the Act, we report that:
    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit ;
    (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books ;
    (c) The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account ;
    (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 ;
    (e) On the basis of the written representations received from the directors as on 31st March,2015 taken on record by the Board of Directors, none of the directors is

disqualified as on 31st March,2016 from being appointed as a director in term of Section164(2)of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the company and operating effectiveness of such controls , refer to our separate Report in Annexure -B

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations gives to us:

i) The Company does not have any pending litigations as at March 31st, 2016 which would impact its financial position.

ii) The Company did not have any long-term contracts including derivative contracts as at March 31st, 2016.

iii) There were no amounts which were required to be transferred to the Investor Education And Protection Fund by the Company during the year ended March 31st, 2016.

For: Goyal & Singhal
Chartered Accountants
FRN : 012744N

Vikram Kumar Singhal
Partner
M. No. : 097514

Place : New Delhi
Date : 02-05-2016

Annexure B to Independent Auditors' Report

Referred to in paragraph [10] of the Independent Auditors' report of even date to the members of Khatushyam Projects Pvt. Ltd. on the financial statements for the year ended March 31, 2016

Report on the Internal Financial Controls under Clause (i) of Sub- section 3 of Section 143 of the Act

1. We have audited the internal financial controls over financial reporting of Khatushyam Projects Pvt. Ltd. (" the Company") as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on audit of Internal Financial Controls Over Financial Reporting issued by the Institute of chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with Guidance Note on Audit of Internal Financial controls Over Financial Reporting (the " Guidance Note") and the Standard on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition. Use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial controls Over Financial Reporting

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For: Goyal & Singhal
Chartered Accountants
FRN : 012744N

Vikram Kumar Singhal
Partner
M. No. : 097514
Place : New Delhi
Date : 02·08·2016

Annexure –A to Independent Auditors' Report

Referred in paragraph 9 of the Independent Auditors' Report of even date to the Members of M/S Khatushyam Projects Pvt. Ltd., on the financial statements for the year ended on 31st March 2016.

1. The company don't have any fixed asset so clause 1(a) to 1(c) do not apply to the company.
2. (a) The management has conducted the physical verification of inventory at reasonable intervals.

   (b) No discrepancies were noticed on physical verification of inventory
3. The company has not granted loans/advances to companies, firm or other parties covered in the register maintained under section 189 of the Act .
4. In our opinion and according to the information and explaination given to us , the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans ,investments, guarantees and security .
5. The company has not accepted any deposit from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73,74,75 and 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules ,2015 with regard to the deposits accepted from the public are not applicable .
6. As per information and explanation given to us, the company is not required to maintain cost records under 148(1) of the Act
7. a) According to the information and explanation given to us and the records of the company examined by us , the company is regular in depositing undisputed statutory dues and other material statutory dues , as applicable ,with the appropriate authorities . According to the information and explanations given to us , no undisputed amounts payable in respect of the above were in arrears as at March 31,2016 for a period of more than six months from the date on when they become payable .

above were in arrears as at March 31,2016 for a period of more than six months from the date on when they become payable .

b) According to the information and explanation given to us, there is not dues of Income tax, wealth tax , Sales Tax , Value Added Tax , Service Tax , Customs Duty – Excise Duty and Cess which have not been deposited with the appropriate authorities on account of any dispute .

8. In our opinion and according to the information and explanations given to us the company has not taken any loan from financial Institution or bank nor has it issued any debentures . Accordingly provision of clause 3(viii) of the Order are not applicable to the company .

9. Based upon the audit procedures performed and the information and explanations given by the management , the company has not raised moneys by way of IPO or further public offer including debt instruments and term loans . Accordingly , the provisions of clause 3 (ix) of the Order are not applicable to the company and hence not commented upon .

10. Based upon the audit procedures performed and the information and explanations given by the management , we report that no fraud by the company or on the company by its officers or employees has been noticed or reported during the year .

11. Based upon the audit procedures performed and the information and explanations given by the management , the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Companies Act

12. In our opinion , the Company is not a Nidhi Company . Therefore , the provisions of clause 3(xii) of the Order are not applicable to the Company .

13. In our opinion , all the transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards .

14. Based upon the audit procedures performed and the information and explanations given by the management , the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly , the provisions of clause 3(xiv) of the Order are not applicable to the Company and hence not commented upon .

15. Based upon the audit procedures performed and the information and explanations given by the management , the company has not entered into any non cash transactions with the directors or persons connected with him. Accordingly , the provisions of clause 3(xv) of the Order are not applicable to the company and hence not commented upon .

16. In our opinion , the company is not required to registered under section 45IA of the Reserve Bank of India Act, 1934 and accordingly , the provisions of clause 3(xvi) of the Order are not applicable to the company and hence not commented upon .

For: Goyal & Singhal

Chartered Accountants

Firm Regn. No. : 012744N

Vikram Kumar Singhal

Partner

M.No. : 097514

Place : New Delhi

Date : 02.08.2016

KHATUSHYAM PROJECTS PVT. LTD.

Balance Sheet
as at 31st March

	Notes No.		31/03/2016		31/03/2015
I. EQUITY AND LIABILITIES					
1 Share holders' Funds					
a) Share Capital	I	300,00,000.00		300,00,000.00	
b) Reserve & Surplus	II	31,93,767.00	331,93,767.00	51,31,991.00	351,31,991.00
2 Non Current Liabilities					
a) Long term borrowings	III	1088,90,000.00	1088,90,000.00	1296,55,000.00	1296,55,000.00
3 Current liabilities					
a) Short term loan & advances	IV	186,15,000.00		140,00,000.00	
b) Other Current liabilities	V	2,07,000.00		1,96,850.00	
c) Short -term provisions	VI	25,000.00	188,47,000.00	25,000.00	142,21,850.00
Total			1609,30,767.00		1790,08,841.00
II. ASSETS					
1 Non-current assets					
Investment	VII	18,00,000.00		18,00,000.00	
Other non current assets	VIII	38,040.00	18,38,040.00	60,500.00	18,60,500.00
2 Current Assets					
Inventories	IX	1589,00,053.00		1589,00,053.00	
Cash & Cash Equivalents	X	1,69,032.00		1,74,525.00	
Short -term loan & advances	XI	1,182.00		180,51,303.00	
Other current assets	XII	22,460.00	1590,92,727.00	22,460.00	1771,48,341.00
Total			1609,30,767.00		1790,08,841.00
Summary of Significant accounting policies The accompanying notes are integral part of financial statements	XVII				

As per separate report of even date attached

for : Goyal & Singhal
Chartered Accountants

Director

Director

Vikram Kumar Singhal
Partner
M.No. 097514

Date 02.08.2016
Place New Delhi

KHATUSHYAM PROJECTS PVT. LTD.

Profit and loss statement for the year ended as on 31/03/2016

...ualrs	Notes No	2016	2015
...EVENUE			
...her Income	XIII	-	65,59,038.00
Total Revenue		-	65,59,038.00
Expenses			
Scrutiny Fees		18,83,121.00	-
Cost of land in acquisation	XIV	-	138,20,197
Depreciation & Amortization expenses	XV	22,460.00	22,460.00
Other Expenses	XVI	32,643.00	47,396.00
Total Expenses		**19,38,224.00**	**138,90,053.00**
Profit before exceptional and exraordinary items and t		**(19,38,224.00)**	**(73,31,015.00)**
Profit /(Loss)before tax		**(19,38,224.00)**	**(73,31,015.00)**
Tax expenses			
- Current Tax		-	-
- Deferred Tax		-	-
		-	-
Profit/ (loss) for the period from continuing operations		**(19,38,224.00)**	**(73,31,015.00)**
Profit/ (loss) from dicontinuing operations		-	-
...ax expenses of discontinuing operations		-	-
Profit/ (loss) from dicontinuing operations (after tax)		-	-
Profit for the period		**(19,38,224.00)**	**(73,31,015.00)**
Basis/Diluted Earning per Share of Rs 10 each (in Rupee)		**(0.65)**	**(2.44)**
		-	-
Summary of Significant accounting policies The accompanying notes are integral part of	**XVII**		

As per separate report of even date attached

for : Goyal & Singhal
Chartered Accountants

Director

Directo

Vikram Kumar Singhal
Partner
M.No. 097514

Date 02.05.2016

Place New Delhi

KHATUSHYAM PROJECTS PVT. LTD.

As at 31st March ,	2016	2015
SHARE CAPITAL		
Authorised		
30,00,000 (Previous Year 20,00,000) Equity shares of Rs 10/- each	300,00,000.00	200,00,000.00
Issued, Subscribed & Paid-up	300,00,000.00	200,00,000.00
3000000 (Previous Year 3000000) Equity shares of Rs. 10/- each fully paid up	300,00,000.00	300,00,000.00
	300,00,000.00	300,00,000.00

The details of shareholders holding more than 5% shares as at 31st March , 2016 is set out below :

Name of the shareholder	No of Shares	% held as at 31st March,2016
Equity Shares:		
Dwarkadhis Buildwell Pvt. Ltd	290000	9.67
Purshottam Dass Garg	185000	6.17
Mein Huang Precision Moulds Co. Pvt. Ltd	295000	9.83
Surinder Kumar Sharma	1345000	44.83

The reconcilation fo the number of shares outstanding as at 31st March,2016 and 31st March ,2015 is set out below

Particulars	As at 31st March,2016	As at 31st March,2015
Equity Shares		
Shares outstanding at the beginning of the year	30,00,000	30,00,000
Shares Issued during the year	-	-
Shares bought back during the year	-	-
Shares outstanding at the end of the year	30,00,000	30,00,000

As at 31st March ,	2016	2015
II **RESERVE & SURPLUS**		
a) Securities Premium Account	118,00,000.00	118,00,000.00
b) Surplus		
Opening Balance	(66,68,009.00)	6,63,006.00
Net Profit /Net Loss during the current year	(19,38,224.00)	(73,31,015.00)
Closing Balance	(86,06,233.00)	(66,68,009.00)
	31,93,767.00	51,31,991.00

As at 31st March ,	2016	2015
III **NON CURRENT LIABILITIES**		
Long term borrowings from related parties		
- Dwarkadhis Estate Pvt. Ltd	108890000.00	129655000.00
	108890000.00	129655000.00
CURRENT LIABILITIES		
IV **Short -term-borrowings from Others**		
- Varun Fastners Pvt. Ltd	46,15,000.00	-
- Dwarkadhis Projects Pvt. Ltd	140,00,000.00	140,00,000.00
	186,15,000.00	140,00,000.00
V **Other Current Liabilities**		

...ivables	2,07,000.00	1,96,850.00
	2,07,000.00	1,96,850.00
...t term provisions		
...dit Fees	25,000.00	25,000.00
	25,000.00	25,000.00
...N CURRENT ASSETS		
...vestment		
Investment in Equity Shares (Unquoted)		
180000 Shares of M/s Galaxy Realcon Pvt. Ltd.	18,00,000.00	18,00,000.00
	18,00,000.00	18,00,000.00
Other Non Current Assets		
- Pre Operative & Pre. Exp. To the extent not written off	38,040.00	60,500.00
		-
	38,040.00	60,500.00
...URRENT ASSETS		
...entories (valued at cost)		
Stock in trade		
Land	1589,00,053.00	1727,20,250.00
Less : Cost of land in acquisation	-	138,20,197.00
	1589,00,053.00	1589,00,053.00
...ASH AND CASH EQUIVALENTS		
Cash and Bank balances		
Balances with banks:		
On Current Accounts		
With Punjab Nationla Bank , Shalimar Bagh ,Delhi	58,489.00	59,132.00
With The Federal Bank Ltd , Shalimar Bagh ,Delhi	16,093.00	20,943.00
-Cash in hand	94,450.00	94,450.00
	1,69,032.00	1,74,525.00
Short Term Loan & Advances		
- Dwarkadhis Buildwell Pvt. Ltd	-	112,50,000.00
- Licence Fees Paid to DTCP , Haryana	-	57,41,121.00
- Advance income tax/ Income tax deducted at Source/Refunds receivable	1,182.00	1,182.00
-Scrutiny Fees to DTCP,Haryana	-	10,59,000.00
	1,182.00	180,51,303.00
...HER CURRENT ASSETS		
- Pre Operative & Pre Exp. (to the extent not w/off)	22,460.00	22,460.00
	22,460.00	22,460.00
I OTHER INCOME		
- Land Compensation	-	65,59,038.00
	-	65,59,038.00
V Cost of land in Acquisation	-	13820197.00
	0.00	13820197.00
V DEPRECIATION & AMORTISATION EXPENSES		
- Preliminarly & Pre. Operative Exp. w/off	22460.00	22460.00
	22460.00	22460.00
VI OTHER EXPENSES		
...dit Fee	25,000.00	25,000.00
...egal & Professional Expenses	4,000.00	8,600.00

as a true copy

Fees	18	3,000.00	12,400.00
g & Stationery		-	683.00
Charges		643.00	713.00
		32,643.00	47,396.00

KHATUSHYAM PROJECTS PVT. LTD.

NOTES XVII : NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2016.

A. SIGNIFICANT ACCOUNTING POLICIES :

1. The financial statements are prepared under the historical cost convention using the accrual method of accounting.

2. There is no any depreciable fixed assets acquired by the company.

3. Preliminary expenses are amortised over a period of ten years.

4. Inventories : Closing stock are valued at cost .

5. Revenue Recognition : Sale of land is recognized when the possession of land is handed over to the buyer and transfer the title in their name .

6. Investment in unquoted and unlisted shares are valued at cost .

B. NOTES ON ACCOUNTS

7. Contingent liabilities – Nil

8. Remuneration to Auditors :

Particulars	Current Year (Rs.)	Previous Year (Rs.)
As Audit Fees	25000.00	25000.00

9. Foreign Exchange Earning & Expenditure : Nil

10. Previous year's figure has been re- grouped / re arrange where ever necessary. Further figures given in bracket relates to previous year .

11. In the opinion of the Board of Directors, Current Assets , Loans & Advances have a value on realization at least equal to the amount at which these are stated in the Balance Sheet.

For Goyal & Singhal
Chartered Accountants

V.K. Singhal
Partner
F.C.A.

Place : Delhi

Date : 02.06.2016

M/S KHATUSHYAM PROJECTS PVT. LTD.

Cash Flow Statement for the Year Ended 31st March ,2016

	Year Ended 31st March,2016 (Rs in Lacs)	Year Ended 31st March,2015 (Rs in Lacs)
A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/Loss before Tax,Exceptional & Extraordinary items	(19.38)	(73.31)
Adjustment for		
Depreciation and Amortiation	0.22	0.22
Exceptional Items		
Extraordinary Items	0	0
(Profit)/Loss on Sale of Fixed Assets and Assets Discarded (Net)		
Interest Paid	0	0
Interest Received	0	0
Operating Profit before Working Capital Changes	-19.16	(73.09)
Adjustment for		
Trade and Other Receivables	180.5	0
Inventories	0.00	138.20
Trade Payable	0.11	0.38
CASH GENERATED FROM OPERATIONS	161.45	65.49
Interest Paid	0	0
Direct Taxes Paid	0	0
NET CASH FLOW FROM OPERATING ACTIVITES	161.45	65.49
B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed Assets including Capital Work in Progress	0	0
Sale of Fixed Assets	0	0
Purchase of Investments	0	0
Interest Received	0	0
NET CASH USED IN INVESTING ACTIVITIES	0	0
C) CASH FLOW FROM FINANCING ACTIVITIES		
Increase in Share Capital	0	0
Proceeds of Long Term Borrowings	46.15	0
Repayment of Long Term Borrowings	-207.65	0
Proceeds from Loans And Advances	0.00	(67.50)
Interest Paid	0	0
NET CASH USED IN FINANCEING ACTIVITIES	161.50	(67.50)
NET INCREASE /(DECREASE) IN CASH AND CASH EQUIVALENT (A+B+C)	-0.05	(2.01)
CASH AND CASH EQUIVALENT As At 1st April ,2015 (Opening Balance)	1.74	3.75
CASH AND CASH EQUIVALENT As At 31st March ,2016 (Closing Balance)	1.69	1.74

Notes :

i) The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard (AS)-3 on Cash Flow Statement issued by the Institute of Chartered Accountants of India

ii) Figures in brackets represent outflows .

iii) Previous year figures have been restated wherever necessary

As per our report of even date
For Goyal & Singhal
Chartered Accountants
FRN.012744N

Vikram Kr. Singhal
(Partner)
M.No.:097514
Date: 02.08.2016

For and on behalf of the board of Directors
For Khatushyam Projects P Ltd

Surinder Ku. Sharma
Director

Rohit Garg
Director