

## DIRECTORS' REPORT

**To**  
**The Members of Experion Developers Private Limited**

Your Directors are pleased in presenting the Tenth Annual Report on your Company's business and operations, together with the Audited Financial Statement of Accounts and the Auditors' Report for the financial year ended, 31<sup>st</sup> March, 2016.

### **1. OPERATIONS AND BUSINESS PERFORMANCE**

There are four projects of the Company namely 'Windchants', 'The Heartsong', 'The Westerlies' and 'Milestone Experion Center' which are already under development. While 'Windchants' and 'The Heartsong' are group housing projects located in Sector 112 and 108, Gurgaon spread over 24 and 15 acres of land respectively, 'The Westerlies' is a plotted township project spread over 100 acres located in Sector 108, Gurgaon and 'Milestone Experion Center' is a commercial/ office project development with Milestone Ventures at Sector 15, Gurgaon having built up area of 4.3 Lakh SFT. Projects are progressing well and the development works are in advanced stages. At 'The Heartsong' Group Housing project, one pocket comprising two residential towers and community building is completed and apartment units offered for possession. Further, work on commercial cum residential mixed-use project in Lucknow, having built up area of 9 Lakh SFT, is expected to start soon.

### **2. EXTRACT OF ANNUAL RETURN**

The extracts of Annual Return as per Section 92 (3) of Companies Act, 2013 in Form MGT-9 is annexed under **Annexure 1**.

### **3. FINANCIAL RESULTS**

<b>Financial Results:</b>	<b>2015-16</b> (in crores)	<b>2014-15</b> (in crores)
<i>Profit/(Loss) before depreciation and interest</i>	<b>100.39</b>	<b>187.28</b>
<i>Less : Depreciation</i>	<b>1.78</b>	<b>2.00</b>
<i>Less : Interest</i>	<b>84.75</b>	<b>61.59</b>
<i>Profit/ (Loss) before tax</i>	<b>13.87</b>	<b>123.69</b>
<i>Less : Provision for tax (including Deferred Tax)</i>	<b>4.76</b>	<b>42.89</b>
<i>Profit/ (Loss) after tax</i>	<b>9.10</b>	<b>80.79</b>
<i>Balance brought forward</i>	<b>(25.73)</b>	<b>(106.52)</b>
<i>Profit/ (Loss) carried over to Balance Sheet</i>	<b>(16.62)</b>	<b>(25.73)</b>

Your Company has registered a turnover and other income of Rs. 229 Crores for the year 2015-16 and has posted the net profit after tax of Rs 9.10 Crores.

Further, the consolidated revenue from operations and other income of the Company for year ended March 31, 2016 stood at Rs 229.07 Crores and has posted the consolidated profit after tax Rs 9.14 Crores.

#### 4. SUBSIDIARIES AND ASSOCIATES

As on March 31, 2016, the Company is a wholly owned subsidiary of M/s Experion Holdings Pte. Ltd, Singapore and has four (4) subsidiary companies namely

- (i) Experion Nirman Private Limited,
- (ii) Experion Reality Private Limited,
- (iii) Experion Real Estate Developers Private Limited and
- (iv) Mainage Facility Management Private Limited.

The Company has made investment in Mainage Facility Management Private Limited on January 13, 2016 to make it its wholly owned subsidiary.

The Company does not have any Joint ventures and associates.

During the Year, the Board of Directors reviewed the affairs of the subsidiaries and thereby, the consolidated financial statements of the Company and its subsidiaries are prepared. Further, pursuant to first proviso to sub-Section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014 Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures in Form AOC-1 is appended as Annexure 2 to the Board's Report.

Further, highlights of performance of subsidiaries and their contribution to the overall performance of the Company during the period under review are as follows:

Name of the entity	Country of Incorporation	Nature	Net Assets		Share in profit or (loss)	
			% of Consolidated Net Assets	Amount (Rs.)	% of Consolidated profit or (loss)	Amount (Rs.)
Experion Developers Private Limited	India	Parent	99.35%	7,732,215,231	99.62%	138,650,473
Experion Reality Private Limited	India	Wholly owned subsidiary	0.04%	3,304,439	0.08%	116,780
Experion Nirman Private Limited	India	Wholly owned subsidiary	0.01%	696,620	0.35%	486,543
Experion Real Estate	India	Wholly owned	0.60%	4,6582,501	-0.01%	(10,569)

Developers Private Limited		subsidiary				
Mainage Facility Management Private Limited	India	Wholly owned subsidiary	0.00%	356,283	-0.04%	(59,169)
<b>Total</b>			<b>100.00%</b>	<b>7,783,155,074</b>	<b>100.00%</b>	<b>139,184,058</b>

**5. REMUNERATION/COMMISSION TO DIRECTOR(S) FROM HOLDING COMPANY OR SUBSIDIARY COMPANY PURSUANT TO SECTION 197 (14)**

None of the directors are in receipt of any remuneration or commission from any holding company or subsidiary company of the Company.

**6. DIVIDEND/RESERVES**

Though the Company has registered profits after tax for the year under review, the Board has decided to strengthen reserves and have not recommended any dividend for the year ended 31<sup>st</sup> March, 2016. Reserves and surpluses of the Company stood at Rs 777.29 Crores as at March 31, 2016.

**7. ISSUANCE OF COMPULSORILY CONVERTIBLE DEBENTURES OR OTHER SECURITIES**

During the year 2015-16, the Company has allotted 17,852,039 15% Unsecured Compulsory Convertible Debentures (CCDs) with face value of Rs. 100 (Rupees One Hundred) at par aggregating to Rs 178.52 Crores in more than one tranches on rights issue basis to existing CCD holder to i.e. Experion Holdings Pte Ltd., Singapore. The Total CCD holding with Experion Holdings Pte Ltd is now 39,407,985CCDs.

The Company has not issued any equity shares or ESOPs during the year under review.

**8. PUBLIC DEPOSITS**

The Company has not accepted any deposit from the public during the year 2015-16.

**9. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

The Company has not carried out any Related party transaction falling within the purview of the Section 188 of the Companies Act, 2013 read with Companies (Meetings of the Board and its powers), Amendment Rules, 2014 during the financial year under review, and therefore, the particulars of the contracts or arrangements with Related parties mentioned in Section 188 (1) in form AOC-2 is not applicable to the company. Suitable disclosure, as required under Accounting Standards (AS-18) has been made in the Notes to the Financial Statements. None of the Directors have any pecuniary

relationship of transaction vis-à-vis the company except remuneration drawn by Mr. Rakesh Kaul, Managing Director and Mr. B K Malagi, Whole Time Director.

**10. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT, 2013**

The Company has not given any loans or guarantees or made investments covered under the provisions of Section 186 of the Companies Act, 2013.

**11. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

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

**12. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE;**

There were no orders passed by the regulators or courts or tribunals which will impact the going concern status and company's operations in future;

**13. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.**

Your Company believes in providing a safe and harassment free workplace for every individual working in premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment. Your Company has constituted committee to be known as the Internal Complaints Committee in pursuance of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the course of the financial year, no complaint was lodged with the Committee.

#### **14. MEETINGS OF THE BOARD OF DIRECTORS AND SHAREHOLDERS**

During the current financial year, the Board of Directors of the Company duly met 11 (eleven) times on the dates as mentioned below. Due notices were given and the proceedings were properly recorded and got signed as required by the Articles of Association of the Company and the provisions of the Companies Act, 2013.

S. No.	Date of meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% of Attendance
1	22.04.2015	5	5	100
2	14.05.2015	5	4	80
3	17.07.2015	5	4	80
4	20.07.2015	5	4	80
5	21.08.2015	5	4	80
6	16.10.2015	5	5	100
7	03.11.2015	5	4	80
8	28.12.2015	5	4	80
9	19.01.2016	5	5	100
10	17.02.2016	5	4	80
11	09.03.2016	5	4	80

Three Extra Ordinary General Meetings were held during the financial year on November 16, 2015, February 01, 2016 and February 29, 2016 respectively.

Further, the Annual General Meeting for the financial year 2014-15 was held on 30.09.2015

#### **15. DIRECTORS/KEY MANAGERIAL PERSONNEL**

The Board of Directors is duly constituted with Mr. Arvind Tiku, Mr. Hemant Tikoo, Mr. Rakesh Kaul, Mr. B K Malagi and Mr. Sanjay Bakliwal as Directors of the Company. Mr. Hemant Tikoo is the Chairman of the Company. Mr. Rakesh Kaul is handling the position of the Managing Director of the Company. Mr. B K Malagi is Whole Time Director of the Company heading the Projects function of the Company.

During the year under review, the designation of Mr. Rakesh Kaul was changed from the Whole Time Director to the Managing Director and Mr. Hemant Tikoo was regularized as the Director of the Company in the Annual General Meeting held for the financial year 2014-15.

Further, The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to appointment of Directors, payment of Managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

## **16. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

1. In preparation of the Annual Accounts for the financial year ended 31<sup>st</sup> March 2016, the applicable Accounting Standards read with requirements set out under Schedule III of the Companies Act, 2013 have been followed along with proper explanation to material departures;
2. The Directors have 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 or loss of the Company, for that period.
3. The Directors have 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.
4. The Directors have prepared the Annual Accounts on a "going concern" basis.
5. 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.

## **17. AUDITORS AND AUDITOR'S REPORT**

### **a) Statutory Auditors**

M/s S. R. Batliboi & Co. LLP, Chartered Accountants, Gurgaon bearing firm registration no. 301003E/E300005 were appointed as Statutory Auditors of the Company for a period of three years starting from the conclusion of Annual General Meeting held for financial year 2014-15 till the conclusion of the Annual General Meeting to be held for financial year 2017-18 subject to ratification of such appointment by the members of the Company at every Annual General Meeting

Therefore, the Board recommends that the appointment of M/s S. R. Batliboi & Co. LLP, Chartered Accountants, Gurgaon, Statutory Auditors of the Company till the conclusion of the Annual General Meeting to be held for the financial year 2017-18 to be ratified by the shareholders in the ensuing Annual General Meeting for the financial year ending on March 31, 2017.

The Company has received confirmation from M/s S. R. Batliboi & Co. LLP, Chartered Accountants, Gurgaon bearing firm registration no. 301003E/E300005, Statutory

EXPERION DEVELOPERS PRIVATE LIMITED

Auditors to the effect that their proposed ratification, if made would be within the limits prescribed under Section 139 of the Companies Act, 2013 and they are not disqualified.

The Auditor's Report does not contain any qualification, reservation or adverse remarks or disclaimer. The Notes on financial statements referred to in Auditor's Report are self-explanatory and do not call for any further comments.

The Auditors of the Company have not reported any fraud under Section 143(12) of the Companies Act 2013.

**b) Internal Auditor**

M/s Jha Yadav & Co., Chartered Accountants (FRN: 327725E) New Delhi have been appointed as Internal Auditors of the Company for the financial year 2016-17.

The Company has stringent internal audit procedures, with the audit being conducted internally by the Internal Auditors.

**c) Cost Auditor**

In terms of the Companies (Cost Records and Audit) Rules, 2014 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the Company has maintained cost records in its books of accounts for the financial year 2015-16 in respect of products.

M/s. Chandra Wadhwa & Co., Cost Auditors, have been appointed as Cost Auditor of the Company to conduct audit of cost accounting records maintained by the Company, for product(s)/services covered under Companies Act, 2013, for the year ending on 31st March, 2017.

Pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014 ("the Act") remuneration to be paid to M/s Chandra Wadhwa & Co is proposed to be ratified by the members of the Company.

**18. HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS**

Your Company continues to take new initiatives to further align its HR policies to meet the growing needs of its business. People development continues to be a key focus area of the Company. The industrial relations remained cordial and peaceful throughout the year.

**19. COMPLIANCE TO FOREIGN EXCHANGE MANAGEMENT ACT, 1999 READ WITH NOTIFICATION NO. FEMA 20/2000-RB DATED MAY 3, 2000**

As at March 31<sup>st</sup>, 2016 the statutory auditor has certified that the company is in compliance with the regulations as regards downstream investment and other FEMA prescriptions and has not mentioned any qualification in it.

**20. DISCLOSURES**

**a) Corporate Social responsibility**

The Board has laid out the Company's Policy on Corporate Social Responsibility (CSR) and the CSR Committee is duly constituted with Mr. Rakesh Kaul, Mr. Hemant Tikoo Mr. B K Malagi and Mr. Sanjay Bakliwal as the members of the committee whereby Mr. Rakesh Kaul is the Chairman of the Committee. The Committee was re-constituted on January 19, 2016 with the appointment of Mr. Hemant Tikoo as the member of the Committee.

During the year under review, 2 (two) meetings of the CSR Committee were held on January 19, 2016 and March 26, 2016 the attendance for the same is as under and requisite quorum was present in all the meetings:

S. No.	Date of meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% of Attendance
1	19.01.2016	4	4	100
2	26.03.2016	4	4	100

The CSR activities of the Company are carried out through CSR Committee. The Financial data pertaining to the Company's CSR activities for fiscal 2016 is presented in the prescribed format in **Annexure-3** of the Board's Report as the Annual Report on the CSR Activities.

**b) Vigil Mechanism**

The Board of Directors of the Company has established a Vigil Mechanism and adopted a Vigil Mechanism Policy, which provides a formal mechanism for all Directors and employees of the Company to allow them to report any instance of unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or any genuine concern or grievance. The Vigil Mechanism Policy was posted on the website of the Company.



**d) Risk Management Policy**

The Board of Directors of the Company has established a frame work to address the risk faced by the organization and adopted a Risk Management Policy which provides a formal mechanism to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In the opinion of the Board there are no elements of risk which may threaten the existence of the Company.

**Internal Financial Controls and their adequacy**

The Company has a proper and robust system of internal controls geared towards achieving efficiency of business operations, safeguarding the Company's assets and ensuring optimum utilization of resources. Such controls also ensure accuracy and promptness of financial reporting and compliance with statutory regulations. The Company has stringent internal audit procedures, with the audit being conducted internally by its own team.

**e) Conservation of Energy**

**1) Steps taken or Impact on conservation of energy**

- Use of Sandwiched Wall in Windchants Project for better thermal conductivity ('U' value & 'R' value)
- Use of Gypsum Plaster in Windchants & The Heartsong Projects
- Use of 5 star rated air conditioners in Windchants & The Heartsong
- Milestone Experion Center' is USGBC LEED PLATINUM rated pre – certified. VFD based Chillers and AHU's and Automated street light (Sensor based) controls are considered in 'Milestone Experion Center'
- Building envelope in 'Milestone Experion Center' is designed with best thermal conductivity (SHGC, U Value & R Value)

**2) Steps taken by the Company for utilizing alternate sources of energy**

- Use of Solar Power in Windchants & The Heartsong Projects
- 3% energy utilization from Solar for HVAC & Lights in 'Milestone Experion Center'

**3) Capital investment on energy conservation equipment. During the Financial Year no capital investment was made on energy conservation equipment by the Company.**

**f) Technology Absorption**

The Company has not imported any technology and hence no technology absorption is required to be made by the Company

**g) Foreign Exchange Earnings and outgo**

The Foreign Exchange earnings and outgo during the financial period ended 31<sup>st</sup> March, 2016 is as follows:

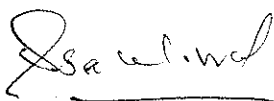
Particulars	31 <sup>st</sup> March, 2016	31 <sup>st</sup> March, 2015
Foreign Exchange Earnings	--	--
Foreign Exchange Outgo	38.77 crores	23.16 crore

**20. ACKNOWLEDGEMENTS:**

Your Directors thank the Bankers, Government agencies, suppliers, customers and all others for their wholehearted support during the year and look forward to their continued support in the years ahead.

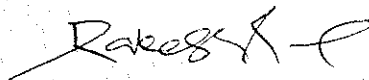
Your Directors appreciate and acknowledgement the professionalism displayed and the contributions made by the employee.

**For and on behalf of the Board of Directors of  
Experion Developers Private Limited**



**Sanjay Bakliwal**  
Director  
**DIN -01942991**  
**Address:** K-5/1,  
DLF phase-II  
Gurgaon, 122002

**Place :** Gurgaon  
**Date :** September 14, 2016



**Rakesh Kaul**  
Managing Director  
**DIN-00023017**  
**Address:** D-902, N.P.S.C. Society,  
Plot No. 5, Sector-2, Dwarka  
Delhi, 110075

Form No. **MGT-9**  
**EXTRACTS 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 (Mgt. and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

1)	CIN:	<b>U70109DL2006FTC151343</b>
2)	Registration Date [DDMMYY]	<b>27/07/2006</b>
3)	Name of the Company	<b>Experion Developers Private Limited</b>
4)	Category/ Sub Category of the Company	<b>Private Company/ Limited by Shares</b>
5)	Address of the Registered Office and contact details	<b>F- 9, First Floor, Manish Plaza 1, Plot No. 7, MLU, Sector 10, Dwarka, New Delhi-110075 Telephone: +91 124 442 2630 Fax: +91 124 442 2659</b>
6)	Whether listed company (Yes/NO)	<b>No</b>
7)	Name, Address and Contact details of Registrar and Transfer Agent, if any	<b>Not Applicable</b>

**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)

SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Construction and Development of Residential/Commercial Premises	41001 of 4100 of 410 (NIC code 2008)	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of Share held	Applicable Section
1	EXPERION HOLDINGS PTE LTD (Incorporated in Singapore, #16-04/05, Samsung Hub, 3 Church Street, Singapore 049483)	N.A	HOLDING	100	2(46)
2	EXPERION REALITY PRIVATE LIMITED, F- 9, First Floor, Manish	U45400DL2007PTC162002	SUBSIDIARY	100	2(87)

	Plaza 1, Plot No. 7, MLU, Sector 10, Dwarka, New Delhi-110075				
3	EXPERION REAL ESTATE DEVELOPERS PRIVATE LIMITED, F- 9, First Floor, Manish Plaza 1, Plot No. 7, MLU, Sector 10, Dwarka, New Delhi-110075	U45400DL2007PTC162017	SUBSIDIARY	100	2(87)
4	EXPERION NIRMAN PRIVATE LIMITED, F- 9, First Floor, Manish Plaza 1, Plot No. 7, MLU, Sector 10, Dwarka, New Delhi-110075	U45400DL2007PTC162016	SUBSIDIARY	100	2(87)
5	MAINAGE FACILITY MANAGEMENT PRIVATE LIMITED, F- 9, First Floor, Manish Plaza 1, Plot No. 7, MLU, Sector 10, Dwarka, New Delhi-110075	U74900DL2011PTC220276	SUBSIDIARY	100	2(87)

#### VI. 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 01-April-2015]				No. of Shares held at the end of the year[As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Total shareholding of Promoter (A)</b>	-	-	-	-	-	-	-	-	-
(2) Foreign									
a) NRI-Individuals	-	-	-	-	-	-	-	-	-
b) NRI-Individuals	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	0	1356513	1356513	100	0	1356513	1356513	100	0

e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Total shareholding of Promoters (A2)</b>	<b>0</b>	<b>1356513</b>	<b>1356513</b>	<b>100</b>	<b>0</b>	<b>1356513</b>	<b>1356513</b>	<b>100</b>	<b>0</b>
<b>Total shareholding of Promoters (A)=(A1)+(A2)</b>	<b>0</b>	<b>1356513</b>	<b>1356513</b>	<b>100</b>	<b>0</b>	<b>1356513</b>	<b>1356513</b>	<b>100</b>	<b>0</b>
<b>B. Public Shareholding</b>									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>2. Non-Institutions</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
a) Bodies Corp.									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
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	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-

Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2):-</b>	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	0	0	0	0	0	0	0	0
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	0	1356513	1356513	100	0	1356513	1356513	100	0

**B) Shareholding of Promoter-**

SN	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 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	EXPERION HOLDINGS PTE LTD*	1356513	100	NIL	1356513	100	NIL	0

*\*One Share is held by Mr. Suneet Puri on behalf of M/s Experion Holdings Pte Limited.*

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

SN		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	1356513	100	1356513	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):	0	0	0	0
	At the end of the year	1356513	100	1356513	100

**D) Shareholding Pattern of top ten Shareholders: NIL  
(other than Directors, Promoters and Holders of GDRs and ADRs):**

S N	For Each of the Top 10 Shareholders	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				

**E) Shareholding of Directors and Key Managerial Personnel: NIL**

SN	Shareholding of each Directors and each Key Managerial Personnel	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				

**F) INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment -

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	3,750,000,000	2,155,594,600		5,905,594,600
ii) Interest due but not paid	37,208,642	-		37,208,642
iii) Interest accrued but not due	-	-		-
<b>Total (i+ii+iii)</b>	<b>3,787,208,642</b>	<b>2,155,594,600</b>		<b>5,942,803,242</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	-	1,785,203,900		1,785,203,900
* Reduction	887,601,873	-		887,601,873
<b>Net Change</b>	<b>887,601,873</b>	<b>1,785,203,900</b>		<b>897,602,027</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	2,874,898,145	3,940,798,500		6,815,696,645
ii) Interest due but not paid	24,708,624	-		24,708,624
iii) Interest accrued but not due	-	-		-
<b>Total (i+ii+iii)</b>	<b>2,899,606,769</b>	<b>3,940,798,500</b>		<b>6,840,405,269</b>

**XI. 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
		Rakesh Kaul	B.K. Malagi	----	---	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	13579413	13871222			27450635
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil			
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil			



2	Stock Option	Nil	Nil			
3	Sweat Equity					
4	Commission - as % of profit - others, specify...	Nil	Nil			
5	Others, please specify	Nil	Nil			
	Total (A)	13579413	13871222			27450635
	Ceiling as per the Act	NA	NA			

**B. Remuneration to other directors : NIL**

SN.	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-  
Not Applicable**

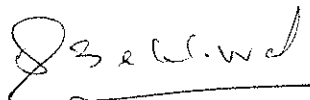
SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				

	- as % of profit				
	others, specify...				
5	Others, please specify				
	Total				

**XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:** *There were no penalties /punishment/ compounding of offences for the year ending March 31, 2016*

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)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

**For and on behalf of M/s Experion Developers Private Limited**



**Sanjay Bakliwal**  
Director  
DIN - 01942991



**Rakesh Kaul**  
Managing Director  
DIN-00023017

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## Statement containing the salient features of the financial statements of subsidiaries/associate companies/joint ventures

Form ADC-1

[ Pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013, read with Rule 5 of the Companies (Accounts) Rules, 2014 ]

## Part A Subsidiaries

PART A Subsidiaries															
Information in respect of each subsidiary to be presented with amounts in Rs.)															
S.NO	Name of the subsidiary	The Date since when subsidiary was acquired	Reporting period for the subsidiary concerned, if different from the Holding company's reporting period	Reporting Currency and Exchange Rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Share Capital	Reserves & surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit/(Loss) before taxation	Provision for Taxation	Profit/(Loss) after Taxation	Proposed Dividend	Extent of shareholding (in percentage)
1	Experton Nirman Private Limited	10.01.2008	Not Applicable	Not Applicable	500000	-5674	873171	378795	0	0	485543	150342	336201	0	100
2	Experton Real estate Developers Private Limited	10.01.2008	Not Applicable	Not Applicable	500000	2302835	46611251	43808416	0	0	-10569	0	-10569	0	100
3	Experton Reality Private Limited	10.01.2008	Not Applicable	Not Applicable	100000	3177499	3354025	76526	0	0	116780	36085	80695	0	100
4	Manage Facility Management Private Limited	13.01.2016	Not Applicable	Not Applicable	500000	-143717	407999	51716	0	0	-59169	0	-59169	0	100

Notes: The following information shall be furnished at the end of the statement.

1. Name of subsidiaries which are yet to commence operations.- NA
2. Names of subsidiaries which have been liquidated or sold during the year.-NA

[ Statement Pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate companies and Joint Ventures ]									
Part B Associates and Joint Ventures									
S.NO	Name of the Associates or Joint Ventures	Latest audited Balance Sheet Date	Date on which the Associate or Joint Venture was associated or acquired	Shares of Associate or Joint Ventures held by the company on the year end	Description of how there is significant influence	Reason why the associate/ joint venture is not consolidated	Networth attributable to shareholding as per latest audited Balance Sheet	Profit / Loss for the year	
	NIL			No.	Amount of Investment in associates or Joint Ventures	Extent of Holdings (in Percentage)		i. Considered in Consolidation	ii. Not Considered in Consolidation

1. Names of associates or joint ventures which are yet to commence operations.- NA
2. Names of associates or joint ventures which have been liquidated or sold during the year.- NA

*Sanjay Bakiwal*  
 Sanjay Bakiwal  
 Director  
 DIN - 01942991

*Rakesh Kauf*  
 Rakesh Kauf  
 Managing Director  
 DIN-00023017

Place : GURGAON  
 Dated : 14.09.2016

## ANNUAL REPORT ON CSR ACTIVITIES

### **I. Brief Outline of the Company's CSR policy**

Since Company is having a net worth of more than Rs. 500 crores, the Company had constituted a Corporate Social Responsibility (CSR) Committee of the Board on 15th April, 2014, to consider and approve the matters related to the Social Responsibility in accordance with the Act and Rules. The Company is giving preference to conducting CSR activities in the areas of its project development and having operations. Visit at our Company's website [www.experion.co](http://www.experion.co) for more details related to our CSR Policy.

### **II. Composition of the CSR Committee**

Our CSR committee comprises of our members:

Mr. Rakesh Kaul	- Chairman
Mr. Sanjay Bakliwal	- Member
Mr. B K Malagi	- Member
Mr. Hemant Tikoo	-Member

### **III. Financial Details related to CSR**

S. No	Particulars	Amount	Remarks
1)	Average Net Profit of the Company for last three Financial Years	(4,79,30,621)	
2)	Prescribed CSR Expenditure	2% of the Average Net Profit for the immediately preceding three financial years	Since the average net profits for three preceding three years is negative, the company is not required to spend any amount on CSR
3)	Total amount spent for the financial year	NIL	
4)	Amount unspent, if any (with reasons if within the limits of 2 % of Average NP of last 3 financial year	Nil	

Manner in which the amount spent during the financial year is details below:

Sl. No	CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other  (2) Specify the state and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs (1) Direct expenditure on projects or programs  (2) Overheads	Cumulative expenditure up to the reporting period	Amount spent: Direct or through implementing agency
1	Schedule VII(ii) read with Section 135	Promoting education and livelihood enhancement project	Other area:  Village Barkalikapur, West Bengal	Rs, 3,82,98,300	NIL	Rs. 2,00,00,000	Not applicable

- IV. In case the Company has failed to spend the 2 % of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount. **Not Applicable**

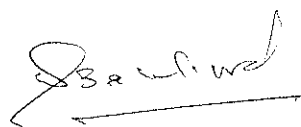
It may be noted that though based on the average of three years net profits the Company is not required to spend any amount on CSR. Hence, no spending has been made in context to CSR.

We hereby affirm that the CSR policy, as approved by the Board, has been implemented and the CSR committee monitors the implementation of the CSR projects and activities in compliance with our CSR objectives.

For Experion Developers Private Limited



**Rakesh Kaul**  
Managing Director &  
Chairman (CSR Committee)  
DIN-00023017



**Sanjay Bakliwal**  
Director &  
Member of CSR Committee  
DIN - 01942991

