

ANNUAL REPORT

2018 – 2019



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TECHINDIA
NIRMAN LTD.

COMPANY INFORMATION

BOARD OF DIRECTORS

Satish Kagliwal, Managing Director
Sweta Kagliwal
Shrirang Agrawal
Omprakash Sharma
Kashinath Iyer

CHIEF FINANCIAL OFFICER

Sunil Dixit

STATUTORY AUDITORS

Ashok R Majethia
Chartered Accountants,
Utsav Complex Office No-7
Bazar Peth Dist Raigad
Khopoli-410 203

REGISTERED OFFICE

Nath House,
Nath Road,
Aurangabad-431005

ADMINISTRATIVE OFFICE

1, Chateau Windsor,
86, Veer Nariman Road,
Churchgate,
Mumbai-400020

REGISTRAR & TRANSFER AGENTS

Big Share Services Private Limited,
1st Floor, Bharat Tin Works Building,
Opp Vasant oasis, Makwana Road,
Marol, Andheri East, Mumbai-400 059.
(022) 62638200



TECHINDIA
NIRMAN LTD.

NOTICE

Notice is hereby given that the ANNUAL GENERAL MEETING of TECHINDIA NIRMAN LIMITED will be held at the Registered Office of the company at Nath House, Nath Road, Aurangabad-431005 on Saturday, 03rd August 2019 at 3 p.m., to transact the following business:

ORDINARY BUSINESS

1. ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt Audited Balance Sheet of the Company as at March 31, 2019 and Statement of Profit & Loss for the year ended as on that date together with the Reports of Directors and Auditors thereon.

2. RE-APPOINTMENT OF DIRECTOR

To appoint Mrs. Sweta Kagliwal as Director of the Company, who retires by rotation and being eligible, offer herself for re-appointment.

SPECIAL BUSINESS

3. RE-APPOINTMENT OF SHRIRANG AGRAWAL AS INDEPENDENT DIRECTOR.

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

“RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, Mr. Shirang Shrikishan Agrawal (DIN 00119681), who was appointed as an Independent Director at the Annual General Meeting of the Company and who holds office up to 08-08-2019 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing with effect from 08-08-2019 up to 07-08-2024.”

4. RE-APPOINTMENT OF KASHINATH IYER AS INDEPENDENT DIRECTOR.

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

“RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, Mr. Kashinath Iyer (DIN-01195975), who was appointed as an Independent Director at the Annual General Meeting of the Company and who holds

office up to 08-08-2019 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing with effect from 08-08-2019 up to 07-08-2024.”

5. APPOINTMENT OF JEEVANLATA NANDKISHOR KAGLIWAL AS DIRECTOR.

To appoint Mrs. Jeevanlata Nandkishor Kagliwal (DIN-02057459) as an Executive Director and, and in this regard, 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 152 Read with rule 8, 9, and 14 and other applicable provisions of the Companies Act, 2013 (“the Act”), Mrs. Jeevanlata Nandkishor Kagliwal (DIN: 02057459), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation;

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By order of the Board of Directors

Date: 30.05.2019
Registered Office: Nath House
Nath Road,
Aurangabad-431005
CIN: L01110MH1993PLC072842

Satish Kagliwal
Managing Director
DIN: 00119601

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NOTES: 1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company.

2. The Proxy Forms duly completed must reach the Registered Office of the company not less than forty-eight Hours before the commencement of the meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.

3. The Business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice.

4. Pursuant to Section 91 of the Companies Act, 2013, The Register of Members and Share Transfer Books of the Company will be closed from 29th July 2019 to 02nd August 2019 both days inclusive.

5. The relative Explanatory Statements pursuant to Section 102(1) of the Companies Act, 2013, relating to the special business to be transacted at the meeting is annexed hereto.

6. The Securities & Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in the Electronic form are therefore requested to submit their PAN to their depository Participants with whom they are maintaining their demat accounts. Members holding Physical shares can submit their PAN to the Company / Bigshare Services.

7. EVOTING INSTRUCTIONS

The instructions for members for voting electronically are as under:-

- (i) The voting period begins on <Wednesday, 31st July 2019 (9.00 am IST)> and ends on <Friday, 02nd August 2019>. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Saturday 27th July 2019> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.

Details OR Date of Birth (DOB)	<ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).
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- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

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Explanatory Statement

(Pursuant to Section 102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 2 and 3 of the accompanying Notice:

None of the Directors or Key Managerial Personnel (KMP) or relatives of directors and KMP is concerned or interested in the Resolution at Item No. 2 of the accompanying Notice.

ITEM NO 2

DETAILS OF DIRECTORS RETIRING BY ROTATION AND SEEKING RE-APPOINTMENT

NAME OF DIRECTOR	Mrs. Sweta Kagliwal
Date of Birth	04.02.1982
Date of Appointment	30.03.2015
Qualification	Post-Graduate
Expertise in specific Functional areas	Wide Business experience across variety of industries
Director in other Public Companies	<ol style="list-style-type: none"> 1. Agri-Tech (India) Ltd 2. Techindia Nirman Ltd 3. Nath Bio-Genes (India) Limited 4. Nath Royal Limited 5. Nath Bio-Technologies Limited 6. Nath Royal Seeds Limited 7. Tapovan Paper and Board Mills Limited 8. Global Transgenes Limited
Chairman/ Member of Committees of other Companies	NIL
No of shares held in the Company	Nil

ITEM NO 3 and 4

Reappointment of Independent Director

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors proposes the re-appointment of Mr. Shrirang Shrikishan Agrawal (DIN 00119681) and Mr. Kashinath Iyer (DIN-01195975) as Independent Director, for a second term of five years from August 08th, 2019 to August 07th, 2024, not liable to retire by rotation. Shrirang Shrikishan Agrawal and Kashinath Iyer was appointed as Independent Director at the Annual General Meeting (“AGM”) of the Company and holds office up to August 08th, 2019. The Company has, in terms of Section 160(1) of the Act received in writing a notice from a Member, proposing his candidature for the office of Director.

The Board, based on the performance evaluation and recommendation of Nomination and Remuneration Committee, considers that given his background, experience and contribution, the continued association of Shrirang Shrikishan Agrawal and Mr. Kashinath Iyer would be beneficial to the Company and it is desirable to continue to avail his services as Independent Director.

The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”). In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

In the opinion of the Board, he fulfills the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company. The terms and conditions of his appointment shall be open for inspection by the Members at the Registered Office of the Company during the normal business hours on any working day and will also be kept open at the venue of the AGM till the conclusion of the AGM.

Brief Profile of Mr. Shrirang Agrawal

NAME OF DIRECTOR	Mr. Shrirang Shrikishan Agrawal
Date of Birth	16 th February 1947
Date of Appointment	08 th August 2014
Qualification	Batchelor of Commerce
Director in Other Public Company	<ol style="list-style-type: none">1. Agri-Tech (India) Limited2. Nath Bio-Genes (India) Limited3. Nath Pulp and Paper Mills Limited4. Nath Royal Limited5. Tapovan Paper and Board Mills Limited6. Raasi Synthetics and Chemicals Limited
Chairman/ Member of Committees of other Companies	<ol style="list-style-type: none">1. Agri-Tech (India) Limited Audit Committee-Member Stakeholders Relationship Committee-Member Nomination and Remuneration Committee-Member2. Nath Bio-Genes (India) Limited Nomination and Remuneration Committee-

	Chairman
No of shares held in the Company	NA

Brief Profile of Mr. Kashinath Iyer

NAME OF DIRECTOR	Mr. Kashinath Ganapathy Iyer
Date of Birth	13.09.1952
Date of Appointment	08.08.2015
Qualification	Graduation
Director in Other Public Company	1. Raasi Synthetics and Chemical Limited 2. Tapovan Paper and Board Mills Limited 3. Agri-Tech (India) Limited 4. Nath Bio-Genes (India) Limited
Chairman/ Member of Committees of other Companies	1. Agri-Tech (India) Limited Audit Committee-Chairman Stakeholders Relationship Committee-Chairman Nomination and Remuneration Committee-Chairman 2. Nath Bio-Genes (India) Limited Audit Committee-Chairman Stakeholders Relationship Committee-Member Nomination and Remuneration Committee-Member Corporate Social Responsibility Committee-Member
No of shares held in the Company	NA

Item No 5

Appointment of Mrs. Jeevanlata Nandkishor Kagliwal as Director

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors appointed Mrs. Jeevanlata Nandkishor Kagliwal (DIN-02057459) as Additional Director and of the Company and not liable to retire by rotation, for a term of 5 years i.e. from 10th August 2019 to 9th August 2024, subject to approval of the Members.

Pursuant to the provisions of Section 161(1) of the Act and Article 73 of the Articles of Association of the Company, each of these Directors shall hold office up to the date of this Annual General Meeting (“AGM”) and are eligible to be appointed as Directors. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from Member(s), proposing their candidature for the office of Directors.

Brief Profile of Mrs. Jeevanlata Nandkishor Kagliwal

NAME OF DIRECTOR	Mrs. Jeevanlata Nandkishor Kagliwal
Date of Birth	30 th April 1948
Date of Appointment	30 th May 2019
Qualification	M.A. Political Science
Director in Other Public Company	<ol style="list-style-type: none"> 1. Rama Pulp and Papers Limited 2. Nath Pulp and Papers Mills Limited 3. Global Transgenes Limited 4. Nath Industrial Chemical Limited 5. Nath Royal Seeds Limited 6. Nath Bio-Technologies Limited 7. Agri-Tech (India) Limited 8. Nath Bio-Genes (India) Limited
Chairman/ Member of Committees of other Companies	Not Applicable
No of shares held in the Company	773 Shares

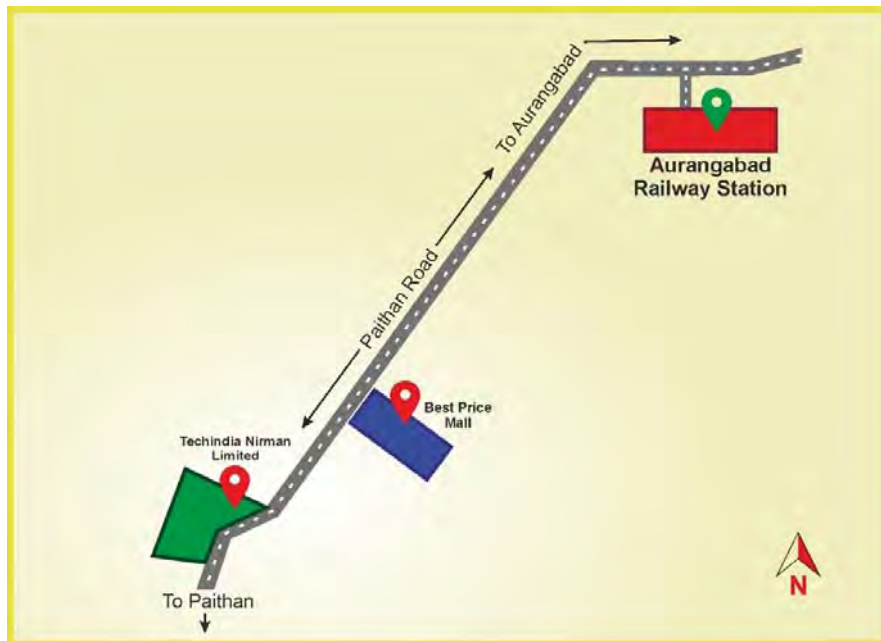
By order of the Board of Directors

Date: 30th May 2019
Registered Office: Nath House
Nath Road,
Aurangabad-431005
CIN: L45200MH1980PLC023364

**TECHINDIA
NIRMAN LTD.**

Satish Kagliwal
Managing Director
DIN: 00119601

Location Map of the Annual General Meeting



DIRECTORS' REPORT

Your Directors are pleased to present the Annual Report together with the Audited Accounts of your Company for the financial year ended 31st March 2019.

1. FINANCIAL RESULTS

(Rs in Lacs)

Sr. No	PARTICULARS	YEAR ENDED	
		31.03.2019	31.03.2018
1.	Sales	0.00	0.00
2.	Profit before Interest & Depreciation	(22.29)	10.48
3.	Interest	0.00	36.46
4.	Depreciation	2.60	2.60
5.	Profit Before Tax & Extra-ordinary items	(24.89)	(28.58)
6.	Tax Provision (Net of Deferred Tax)	0.00	0.00
7.	Profit After Tax	(24.89)	(28.58)
8.	Extra-Ordinary Items	0.00	0.00
9.	Profit available for Appropriation	(24.89)	(28.58)
10	Balance carried to Balance Sheet	(24.89)	(28.58)

2. COMPANY'S PERFORMANCE AND OPERATION

Although no business has been conducted by the Company in this year, we are gearing up to venture into the new line of business of Real Estate and Infrastructure Development very soon.

3. DIVIDEND

Since the Company has not commenced operations in the new role and hence the Directors have not recommended any dividend for the financial year 2018-19.

4. DEPOSITS

The company has not accepted any fixed deposits during the year under review.

5. SHARE CAPITAL

The paid-up equity share capital as on 31st March 2019 was INR 143263360/- divided into 14326336 equity shares of face value of INR 10/- each. There was no public issue, rights issue, bonus issue or preferential issue, etc. during the year and the company has not issued shares with differential voting rights, sweat equity shares, nor has initiated any stock options.

6. FINANCIAL STATEMENT:

Full version of the Annual Report 2018-19 containing complete Balance Sheet, Statement of Profit & Loss, other statements and notes thereto, prepared as per the requirements of Schedule III to the Companies Act, 2013, Directors' Report (including Management Discussion and Analysis, Corporate Governance Report) are being sent via email to all shareholders who have provided their email address (es). A physical copy is also being sent to those whose mail id is not registered with the company. Full version of Annual Report 2018-19 is also available for inspection at the registered office of the Company during working hours up to the date of ensuing Annual General Meeting (AGM). It is also available at the Company's website at www.techindianirman.com.

7. TRANSFER TO RESERVES

The closing balance of the retained earnings of the Company for FY 2019 has been retained as such.

8. STATUTORY AUDITORS AND AUDITORS REPORT

At the Annual General Meeting held on Authorized signatory 24th August 2017, M/s Ashok R Majethia, Chartered Accountants, were appointed as the Statutory Auditors of the Company to hold office till the conclusion of 6th Annual General Meeting to be held.

The statutory auditors report is annexed to this annual report. There are no adverse remarks on disclosure by the statutory auditors in their report. They have not reported any incident of fraud to the Audit Committee of the Company during the year under review. Pursuant to Section 139(2) of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules, 2014, the Company at its Annual General Meeting (AGM) held on 24th August 2017, had appointed M/s Ashok R Majethia, Chartered Accountants as Statutory Auditors to hold office from the conclusion of 6th AGM of the Company, subject to ratification by shareholders every year, as may be applicable. However, the Ministry of Corporate Affairs (MCA) vide its notification dated 7th May 2018 has omitted the requirement under first proviso to section 139 of the Companies Act, 2013 and rule 3(7) of the Companies (Audit and Auditors) Rules, 2014, regarding ratification of appointment of statutory auditors by shareholders at every subsequent AGM.

9. AUDITORS' REPORT

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

10. INTERNAL AUDITORS

The Board of Directors of the Company have appointed M/s. Manpreet Khurana & Co, Chartered Accountants as Internal Auditors to conduct Internal Audit of the Company for the financial year ended 31st March 2019. The Internal Audit reports are being reviewed by the Audit Committee of the Company.

11. SECRETARIAL AUDIT REPORT.

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) rules, 2014, the Board of Directors have appointed M/s. Neha P Agrawal Company Secretaries in Practice (C.P.No.8048) as Secretarial Auditors to conduct Secretarial Audit of the Company for the financial year ended 31st March 2019. The Secretarial Audit Report issued by M/s. Neha P Agrawal, Practicing Company Secretaries in Form MR-3 is annexed to this Board's Report as **Annexure – III**.

12. SUBSIDERIES

The Company does not have any subsidiary within the meaning of the Companies Act, 2013.

13. ADEQUACY OF INTERNAL FINANCIAL CONTROL SYSTEM

According to Section 134(5)(e) of the Companies Act, 2013, the term Internal Financial Control (IFC) means the policies and procedures adopted by the company 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. Rule 8(5)(viii) of Companies (Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board's report. The Company has a well-placed, proper and adequate IFC system which ensures that all assets are safeguarded and protected and that the transactions are authorised, recorded and reported correctly. The Internal Auditors are an integral part of the internal control system of the Company. To maintain its objective and independence, the Internal Auditors report to the Audit Committee of the Board. The Internal Auditors monitor and evaluate the efficacy and adequacy of internal control systems in the Company.

14. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 (3) (c) of the Companies Act, 2013, the Board of Directors hereby confirms that,

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures.
- ii. It has in the selection of the accounting policies, consulted the Statutory Auditors and has 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 31st March, 2019 and of the profits of the company for that period.

- iii. It has 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, to the best of its knowledge and ability. There are however, inherent limitations, which should be recognized while relying on any system of internal control and records.
- iv. It has prepared the annual accounts on a going concern basis.
- v. The Directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operation efficiently.
- vi. 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.

15. DIRECTORS & KEY MANAGERIAL PERSON

Director Retires by rotation

Mr. Sweta Kagliwal (holding DIN 02052811) retires by rotation under Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Appointment of Directors

Mrs. Jeevanlata Nandkishor Kagliwal was appointed as Additional Director with effect from 30th May 2019 on the recommendation of Nomination and Remuneration Committee.

Key Managerial Persons

The Key Managerial Personnel (KMP) of the Company as per Section 2(51) and 203 of the Companies Act, 2013 are as follows:

Mr. Satish Kagliwal	-Managing Director
Mr. Sunil Dixit	-Chief Financial Officer
Mr. Krutika Apte	-Company Secretary

16. DECLARATION OF INDEPENDENT DIRECTOR.

The Independent Directors have submitted the declaration of independence, as required pursuant to section 149 (7) of the Companies Act, 2013 stating that they meet the criteria of Independence as provided in sub section (6) of Section 149.

17. FAMILIARIZATION PROGRAMME OF INDEPENDENT DIRECTOR

The details of the familiarization program for the Independent Directors is available on the web site of the company, www.techindianirman.com.

18. NUMBER OF MEETINGS OF THE BOARD

Four meeting of the Board were held during the year. The dates on which the Board meetings were held are 30th May 2018, 31st July 2018, 31st October 2018, 02nd February 2019. The details of attendance of Board meetings and Committee meetings held during the Financial Year 2018-19 forms part of the Corporate Governance Report.

19. PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEE AND INDIVIDUAL DIRECTORS:

Pursuant to applicable provisions of the Companies Act, 2013 and the Listing Regulations 2015, the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and Individual Directors, including Independent Directors. The detailed information in this regard has been given in the Corporate Governance Report.

20. MANAGEMENT DISCUSSION & ANALYSIS

The real estate market, although dull at this juncture has seen a resurgence and has a tremendous scope of growth. We as a company plan to venture into this sector to reap operational benefits in the future.

i. OPPORTUNITIES AND THREATS

The real estate market has not been a very encouraging opportunity since it is prone to ups and downs from time to time. We have entered in this field at a time when the market is undergoing a slowdown. Our asset base would be

well placed at this juncture to catch the upside in the coming few years. The market has seen some resurgence in the last year and we hope that the upbeat would continue. Also, as management the company is well placed with competent persons to encash the future opportunities while keeping the inherent risks under check.

ii. SEGMENTATION OR PRODUCT-WISE PERFORMANCE

The Company is only dealing in the real estate business and hence would be reported as one segment.

iii. OUTLOOK, RISK AND CONCERNS

The main risk in the real estate and infrastructure industry is high cost of construction and variable demand from time to time. The Company feels that with the large asset base available at its disposal and with competent management, the company would be able to face the situation better in future. There is an opportunity to accelerate growth in the real estate sector which has remained stagnant for over past few years.

iv. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

There is adequate internal control system in the company through internal audit and regular operational reviews.

v. DEVELOPMENT IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT

During the year a number of key HR initiatives were taken up to link business objectives with employee performance. The human resources of the Company are adequately motivated to work towards optimal performance. The industrial relations are also cordial.

21. PARTICULARS OF CONTRACT OR ARRANGEMENTS PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES.

All transactions entered with Related Parties for the year under review were on arm's length basis and in the ordinary course of business. There are no material related party transactions during the year under review with the Promoters, Directors or Key Managerial Personnel. The Company has developed a Related Party Transactions frame work through standard operation procedures for the purpose of identification and monitoring of such transactions. All Related Party Transactions are placed before the Audit Committee as also to be Board for approval. The particulars of contracts or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 disclosed in **Form No. AOC – 2** and is set out as **Annexure II** and forms part of this report.

22. PARTICULARS OF LOANS, AGURANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

There is no loan given or guarantee provided or investment made by the Company during the financial year 2018-19 as per Section 186 of the Companies Act, 2013.

23. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company does not exceed the threshold limits mentioned in Section 135 (1) of the Companies Act, 2013. Therefore the provisions pertaining to Corporate Social Responsibility are not applicable to the Company.

24. MATERIAL CHANGES AND COMMITMENTS

There are no material changes and commitments in the business operations of the Company from the financial year ended March 31, 2019 to the date of signing of the Director's Report.

25. RISK ASSESMENT AND MANAGEMENT:

The Company is exposed to various business risks. These risks are driven through external factors like economic environment, competition, regulations etc. The Company has laid down a well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process. A detailed exercise is carried out to identify, evaluate, manage and monitor business and non-business risks. The Audit Committee and Board periodically review the risks and suggest steps to be taken to manage/mitigate the same through a properly defined framework. During the year, a risk analysis and assessment was conducted and no major risks were noticed, which may threaten the existence of the Company.

26. POLICY AGAINST SEXUAL HARRASMENT AT WORKPLACE:

Pursuant to the provisions of Section 4(1) of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has in place an Internal Complaints' Committee. The following is a summary of sexual harassment complaints received and disposed of during the year

No. of complaints received: Nil

No. of complaints disposed of: NA

27. COMMITTEE OF THE BOARD

Currently the Board has three committees: The Audit Committee, the stakeholders' relationship committee, the nomination & remuneration committee.

A detailed note on the Board and its committees is provided under the Corporate Governance Report section in this Annual Report. The Composition of the Committees and compliances, as per the applicable provisions of the Act and Rules are as follows:

Name of the Committee	Composition of the Committee	Highlights of Duties, responsibilities and activities
Audit Committee	Omprakash Sharma - Chairperson Shrirang Agrawal - Member Satish Kagliwal -Member	<ul style="list-style-type: none">All recommendations made by the Audit Committee during the year were accepted by the Board.In accordance with the requirements of the Listing Agreement, The Company has formulated policies on related party transactions.
Stakeholders' Relationship Committee	Omprakash Sharma - Chairperson Shrirang Agrawal - Member Satish Kagliwal -Member	<ul style="list-style-type: none">The Committee reviews and ensures redressal of investor grievances.The Committee noted that all the grievances of the investors have been resolved during the year.
Nomination and Remuneration Committee	Omprakash Sharma - Chairperson Shrirang Agrawal - Member Kashinath Iyer -Member	<ul style="list-style-type: none">To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.To carry out evaluation of every Director's performance.

28. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO.

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

Conservation of Energy:

The Company has taken necessary measure to achieve economy in consumption of energy.

Technology Absorption & Research and Development:

The company has employed state-of-the-art technology, wherever applicable.

Expenditure on R & D	NIL
Foreign Exchange Earning and Outgo: Earnings	NIL
Outgo	NIL

29. EXTRACT OF ANNUAL RETURN

Annexure IV is attached.

30. INSURANCE

All the insurable interest of the company, including Inventories, Buildings, Machinery etc., is adequately insured.

31. ACKNOWLEDGEMENTS

The Directors place on record their sincere appreciation for the dedication, hard work and commitment of the employees at all levels and their significant contribution to your Company's growth. Your Company is grateful to the Distributors, Dealers, and Customers for their support and encouragement. Your Directors thank the Banks, Financial Institutions, Government Departments and Shareholders and look forward to having the same support in all our future endeavors.

For and on behalf of the Board of Directors

30th May 2019
Registered Office:
Nath House,
Nath Road
Aurangabad-431005

Director	Director
Satish Kagliwal	Sweta Kagliwal
DIN: 00119601	DIN: 02052811

Annexure - I

PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 134(3)(q) AND SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES

(APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- 1. The Ratio of the remuneration of each Director to the median remuneration to the employee of the Company for the financial year 2018-19: - NA**

Note

- Independent Directors have been paid sitting fees for attending meeting of the Board or its Committees as disclosed in the Corporate Governance Report. The sitting fees paid have not been included in the details mentioned above.
 - For Calculation of median remuneration, the employee count taken is 2 which comprises employees who have served for whole of the Financial Year 2018-19.
- 2. Percentage increase in remuneration of each Director, Chief financial officer, Company Secretary in Financial Year 2017-18:**

Directors/CFO/CS Name	Designation	% Increase /decrease in remuneration of 2018-19
Sunil Dixit	Chief Financial Officer	23.14 %
Krutika Apte	Company Secretary	NA

- 3. Percentage increase in the median remuneration of employees in the financial year 2018-19: 12.73 %**
- 4. Number of the Permanent employees on the rolls of the company as on 31.03.2019: 2**
- 5. Average percentile increases in salaries of Employees other than Managerial personnel in the last Financial year and its comparison with the percentile increase in the Managerial Remuneration and justification thereof and any exceptional circumstances for increase in the Managerial Remuneration (if any):**

The percentage increase in the salaries of employees other than the managerial personnel in the last financial year is 12.73%. The increase in the salary of Managing Director (Managerial personnel as defined under Companies Act, 2013) is not applicable. The increment given to each individual employee is based on the employees' potential, experience as well as their performance and contribution to the Company's progress over a period of time.

- 6. Affirmation of remuneration is as per the remuneration policy of the company.**

It is affirmed that the remuneration paid is as per the Nomination and Remuneration policy adopted by the Company.

7. Top ten Employees in terms of remuneration drawn during the year 2018-19

Sr No	Name	Designation	Remuneration (per annum) INR in Lacs	Qualification and Experience	Date of Commencement of employment	Age	Particulars of Last Employment
1	Sunil Dixit	CFO	5.98	M Com	01.04.2016		NA
2	Krutika Apte	Company Secretary	1.50	CS. LLB, B.Com	01.04.2010	32	NA

Notes:

- The employees have adequate experience to discharge responsibilities assigned to them
- None of the employees are relatives of the Directors of the Company

Annexure - II

Form No- AOC 2

Particulars of contracts / arrangement entered into by the Company with Related Parties			
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 arm's length transaction under third proviso thereto)			
1. Details of contract or arrangement or transactions not at arm's length basis:	All contracts / arrangements entered in to by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act 2013 are at arm's length basis.		
2. Details of contract or arrangement or transactions at arm's length basis:	S. No	Particulars	Details
	a)	Name of the Related Party	Agri-tech (India) Limited
	b)	Nature of transaction	Loan taken
	c)	Duration of transaction	NA
	d)	Salient features of transaction including the value, if any	Operational Reasons

ANNEXURE III TO DIRECTORS' REPORT SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31 MARCH 2019.

[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Techindia Nirman Limited
Nath house, Nath road, Aurangabad
CIN L45200MH1980PLC023364

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by TECHINDIA NIRMAN LIMITED bearing CIN L45200MH1980PLC023364, ('the Company'). The secretarial audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2019 (Audit Period) generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent and in the manner reported hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2019 according to the provisions of –

1. The Companies Act, 2013 (the Act) and the rules made there under including any re-enactment thereof;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made under that Act;
3. The Depositories Act, 1996 and the Regulations and Byelaws framed under that Act;
4. The Foreign Exchange Management Act, 1999 (FEMA) and the Rules and Regulations made under that Act to the extent applicable to Overseas Direct Investment (ODI), Foreign Direct Investment (FDI) and External Commercial Borrowings (ECB) – **(Not applicable to the Company during the Audit Period);**
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 & 2015
 - c. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 - **Not applicable as the company has not issued any further capital under the regulations during the financial year under review**
 - e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014
 - f. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - **Not applicable as the company has not granted any options to its employees during the financial year under review**
 - g. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not applicable as the company has not issued any debt securities during the financial year under review**
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not applicable as the company has not delisted its equity shares from any stock exchange during the financial year under review**
 - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - **Not applicable as the company has not bought back any of its securities during the financial year under review**
 - j. The Company has complied with the provisions of the SEBI (Depositories and Participants) Regulations, 1996 including submitting of Reconciliation of Share Capital Audit Reports
 - k. The Securities and Exchange Board of India (Registrars to an Issue and share Transfer Agents) Regulations, 1993 regarding the companies Act and dealing with client; and

- i. The Memorandum and Articles of Association.

I have also examined compliance with the applicable clauses of the following: -

- a) Applicable Clauses of Secretarial Standards issued by The Institute of Company Secretaries of India.
- b) The listing Agreement entered into by the company with BSE Limited and NSE Limited.

The company has identified the following laws as specifically applicable to the company;

- a. Employees' Provident Funds and Miscellaneous Provisions Act, 1952
- b. Factories Act 1948

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that:

1. The board of directors of the company is duly constituted with proper balance of Executive directors, Non- executive directors, independent directors and women director.
2. Adequate notice is given to all directors to schedule the Board/ Committee Meetings, agenda and detailed notes on agenda were sent generally seven days in advance.
3. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
4. The status of the company during the financial year under review has been that of Listed Public Company.
5. The company has not been a holding or subsidiary of another company. The company has not been a government company or a financial company.
6. The Directors have complied with the requirements as to disclosure of interests and concerns in contracts and arrangements, shareholdings / ~~debenture holdings~~ and directorships in other companies and interests in other entities.
7. Majority decision is carried through while the dissenting member's views are captured and recorded as part of the Minutes of Meeting.
8. The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel;
9. As Per the SEBI Guidelines, The Registry and Share Transfer Activity is being handled by M/s Big Share Services Private Limited.
10. The company has proper board process.
11. The Company has obtained all necessary approvals under the various provisions of the Act; and
12. There was no prosecution initiated and no fines or penalties are imposed during the year under review under the Act, SEBI Act, SCRA, Depositories Act, Listing Agreement and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers.

I further report that compliance of applicable financial laws including Direct and Indirect tax laws and financial statements prepared by the company has not been reviewed in this Audit since the same has been subject to review by the Statutory auditor and other designated professionals.

I further report that based on the information received and records maintained there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Neha P Agrawal
Practicing Company Secretary
FCS No 7350 & CP No 8048

Date: - May 30, 2019
Place: - Aurangabad

Note: - This report is to be read with my letter of even date which is annexed as "ANNEXURE A" and forms an integral part of this report.

"ANNEXURE A"

**To,
The Members,
Techindia Nirman Limited
Nath house, Nath road, Aurangabad
CIN L45200MH1980PLC023364**

My Secretarial audit report of even date is to be read along with this letter:

Management's responsibility: -

1. It is the responsibility of management of the company to maintain Secretarial records, devise proper systems to ensure compliance with the provisions of applicable laws and regulations and to ensure that the systems are adequate and operate effectively. My responsibility is to express an opinion on these secretarial records based on my audit.
2. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to verification of procedures on test basis

Auditor's responsibility: -

1. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
2. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
3. I believe that audit evidence and information obtained from the company's management is adequate and appropriate for me to provide a basis for my opinion.
4. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer: -

5. The secretarial audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Neha P Agrawal
Practicing Company Secretary
FCS No 7350 & CP No 8048

Date: - May 30, 2019
Place: - Aurangabad

ANNEXURE IV TO DIRECTORS' REPORT

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2019

[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	L45200MH1980PLC023364
ii) Registration Date	30/10/1980
iii) Name of the Company	TECHINDIA NIRMAN LIMITED
iv) Category / Sub-Category of the Company	Public Company / Limited by shares
v) Address of the Registered office and contact details	Nath House, Nath Road, Aurangabad-431005 0240-6645555
vi) Whether listed company	Yes
vii) Name, Address and Contact details of Registrar and Transfer Agent,	Bigshare Services Pvt. Ltd 1 st Floor, Bharat Tin Works Building, Opp Vasant oasis, Makwana Road, Marol, Andheri East, Mumbai-400-059.
II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY	
All the business activities contributing 10% or more of the total turnover of the company	
Infrastructure and real estate	100%
III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES	
Holding Company	NIL
Subsidiary Company	NIL
Associate Companies	As per Attachment A
IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)	
i) Category-wise Share Holding	As per Attachment B
ii) Shareholding of Promoters	As per Attachment C
iii) Change in Promoters' Shareholding	As per Attachment C
iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)	As per Attachment D
v) Shareholding of Directors and Key Managerial Personnel	As per Attachment E
V. INDEBTEDNESS	
Indebtedness of the Company including interest outstanding/accrued but not due for payment	As per Attachment F
VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL	
A. Remuneration to Managing Director, Whole-time Directors and/or Manager	As per Attachment G As per Attachment G

B. Remuneration to other directors C. Remuneration to Key Managerial Personnel other than MD / MANAGER / WTD	
VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES	As per Attachment H

Attachment A

Particulars of Associate Companies

Sr. No	Name of the Company	Address of Company	CIN	% of shares held	Applicable Section
1	Agri-Tech (India) Ltd	Nath House, Nath Road, Aurangabad	L01110MH1993PLC073268	NIL	2(6)

SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

Attachment B

Category wise shareholding

Category of Shareholders	No. of shares at the beginning of the year (As on 01.04.2018)				No. of shares at the end of the year (As on 31.03.2019)				% of change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(A) Promoter									
1 Indian									
(a) Individuals/ HUF	1159	0.00	1159	0.01	1159	0.00	1159	0.01	0.00
(b) Central Govt.	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(c) Bodies Corporate	4859154	0.00	4859154	34.04	4859154	0.00	4859154	33.91	0.00
(d) FI/ Banks	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(e) Any Others	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Sub Total(A)(1)	4877133	0	4877133	34.05	4860313	0	4860313	33.93	0.00
2 Foreign									
A Individuals (NRI)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
B Bodies Corporate	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
C Institutions	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
D QFI	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
E Any Others	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Sub Total(A)(2)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Shareholding of Promoters (A) = (A)(1) + (A)(2)	4860313	0.00	4860313	34.05	4860313	0.00	4860313	33.93	0.00
(B) Public shareholding									
1 Institutions									
(a) Mutual Funds / UTI	696	3712	4408	0.03	696	3712	4408	0.03	0.00
(b) FI / Banks	5162	58	5220	0.04	58	0	58	0.00	0.00

(c)	Central Govt/ State Govt(s)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(d)	Venture Capital Funds	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(e)	Insurance Companies	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(f)	FII's	0.00	1450	1450	0.01	0.00	0.00	0.00	0.00	0.00
(g)	Foreign Venture Capital Investors	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(h)	Qualified Foreign Investor	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(i)	Any Other	0.00	0.00	0.00	0.00	1450	0.00	1450	0.01	0.00
(i-ii)	Overseas Bodies Corporate	0.00	0.00	0.00	0.00	2320	0.00	2320	0.02	0.00
	Sub-Total (B)(1)	5858	5220	11078	0.08	4524	3712	8236	0.08	-0.02
	B 2 Non-institutions									
(a)	Bodies Corporate	1087171	110467	1197638	7.49	705778	110409	816187	7.49	-1.94
(b)	Individuals									
I	Individual shareholders holding share capital up to Rs 2 lakh	4756336	770274	5527110	43.33	4704477	755056	5459533	38.11	-0.74
II	Individual shareholders holding share capital in excess of Rs. 2 lakh.	2736657	0	2736657	19.10	3026169	0	3026169	21.12	-1.55
(c)	NBFC	0	0.00	0	0.00	2493	0.00	2493	0.02	0.00
(d)	Any Other	58	0.00	58	0.00	58	0.00	58	0.00	0.00
(d-i)	NRI	93858	0	93858	0.66	96612	35438	132050	0.92	0.59
(d-ii)	Clearing Members	36793	0.00	36793	0.26	20961	0.00	20961	0.15	0.21
	Sub-Total (B)(2)	8537930	916679	9454609	65.88	8556548	900903	9457451	65.91	0.00
(B)	Total Public Shareholding (B) = (B)(1) + (B)(2)	8543788	950767	9465687	66.07	8561072	904615	9465687	65.99	0.00
	TOTAL (A)+(B)	13404101	921899	14326000	100.00	13421385	904615	14326000	100.00	0.00
(C)	Shares held by Custodians for ADRs and GDRs									
1	Promoter and Promoter Group	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2	Public	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Sub-Total (C)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	GRAND TOTAL (A)+(B)+(C)	13404101	921899	14326000	100.00	13421385	904615	14326000	100.00	0.00

Attachment C

Shareholding of Promoters & Change in Promoter Holding

Sr. No	Shareholders Name	No. of shares at the beginning of the year (As on 01.04.2018)			No. of shares at the end of the year (As on 31.03.2019)			% of change 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	Nath Royal Ltd.	3580674	24.99	0.00	3580674	24.99	0.00	0.00

2	Akash Farms LLP	381822	2.67	0.00	381822	2.67	0.00	0.00
3	Nath Biotechnologies Ltd.	266800	1.86	0.00	266800	1.86	0.00	0.00
4	Nath Securities Ltd (AFG)	232929	1.63	0.00	232929	1.74	0.00	0.00
5	Prabha Farms Pvt. Ltd	144571	1.01	0.00	144571	1.01	0.00	0.00
6	Tingli Finvest Pvt. Ltd	170939	1.19	0.00	170939	1.19	0.00	0.00
7	Ashu Farms LLP	79855	0.56	0.00	79855	0.56	0.00	0.00
8	Paresh Farms Pvt. Ltd.	986	0.01	0.00	986	0.01	0.00	0.00
9	Jeevan Investments Pvt. Ltd	578	0.00	0.00	578	0.00	0.00	0.00
10	Jeevanlata Kagliwal	773	0.01	0.00	773	0.01	0.00	0.00
11	Nandkishor Kagliwal	386	0.00	0.00	386	0.00	0.00	0.00
	TOTAL	4877133	33.93	0.00	4877133	33.93	0.00	0.00

Attachment D

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

Sr. No.	Name	No of shares	% of Total Shares of the Company
1	M V Chandrashekar	309979	2.168
2	Y Gokul	211517	1.476
3	Luxmi Kant Gupta	144132	1.06
4	P Nagarju	130320	0.90
5	Dasika Gopala Krishna	120334	0.83
6	Nath Royal Limited Maharashtra State Financial Corporation	85840	0.59
7	Manishaben S Bhandari	81261	0.56
8	Thota Bikshapathi	79999	0.55
9	Parveen Kumar Garg	74584	0.46
10	Consultants Pvt Ltd	76180	0.53

Attachment E

Shareholding of Directors and Key Managerial Personnel

Sr. No	Name	No of shares	% of Total Capital of the company	Date	Increase of Decrease in Shareholding
A	Directors				
1	Akash Kagliwal	0	0	1/4/2018	0
	Executive Director	0	0	25/03/2019	0
2	Satish Kagliwal	0	0	1/4/2018	0
	Managing Director	0	0	31/03/2019	0
3	Sweta Garodia	0	0	1/4/2018	0
	Non-Executive Director	0	0	31/03/2019	0
4	Shrirang Agrawal	0	0	1/4/2018	0
	Non-Executive Director	0	0	31/03/2019	0
5	Kashinath Iyer	0	0	1/4/2018	0
	Non-Executive Director	0	0	31/03/2019	0
6	Omprakash Sharma	0	0	1/4/2018	0
	Non-Executive Director	0	0	31/03/2019	0
B	Key Managerial Person				

7	Krutika Apte	0	0	1/4/2018	0
	Company Secretary	0	0	31/03/2019	0
8	Sunil Dixit	0	0	1/4/2018	0
	Chief Financial Officer	0	0	31/03/2019	0

Attachment F

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

Indebtedness at the beginning of the financial year (01.04.2018)	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount	3905.56	1014.09	0.00	4919.65
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total i + ii + III	3905.56	1014.09	0.00	4919.65
Change in Indebtedness during the financial year				
Addition	0.00	2207.71	0.00	2207.71
Reduction	1957.53	0.00	0.00	1957.53
Exchange Difference	0.00	0.00	0.00	0.00
Net Change	(1957.53)	2207.71	0.00	250.18
Indebtedness at the end of the financial year (31.03.2019)				
i) Principal Amount	1948.03	3221.80	0.00	5169.83
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total i + ii + III	1948.03	3221.80	0.00	5169.83

Attachment G

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs in Lacs)

Sr. No	Particulars of Remuneration	Satish Kagliwal	Total
1	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil
2	Value of perquisites u/s 17(2) of the Income-tax Act, 1961	Nil	Nil
3	Profits in lieu of salary under section 17(3) of	Nil	Nil

	the Income tax Act, 1961		
4	Commission	Nil	Nil
	Total	Nil	Nil

B. Remuneration to other directors

(Rs in lacs)

Sr. No	Particulars of Remuneration	Akash Kagliwal	Shrirang Agrawal	Omprakash Sharma	Sweta Kagliwal	Kashinath Iyer
1	Independent Directors	Nil	Nil	Nil	Nil	Nil
2	Fee for Attending Board & Committee Meetings	Nil	.033	.033	.033	.033
3	Commission	Nil	Nil	Nil	Nil	Nil
4	Others	Nil	Nil	Nil	Nil	Nil
	Total					

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

(Rs in lacs)

Sr. No	Particulars of Remuneration	Sunil Dixit CFO	Krutika Apte Company Secretary	Total
1	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	5.98	1.50	7.48
2	Value of perquisites u/s 17(2) of the Income-tax Act, 1961	Nil	Nil	Nil
3	Others	Nil	Nil	Nil
	Total	Nil	4.88	4.88

Attachment H

PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

There were no penalties, punishment or compounding of offence during the year ended March 31st 2019.

CORPORATE GOVERNANCE REPORT

In accordance with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and some of the best practices followed internationally on Corporate Governance, the report containing the details of corporate governance systems and processes at Techindia Nirman Limited is as under:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large.

The Company has a strong legacy of fair, transparent and ethical governance practices.

The Company believes that Corporate Governance is about best practices of business to be imbibed into the culture of the organization and complying with value systems, ethical business practices, laws and regulations to achieve the main objectives of the Company.

The Company is committed to optimizing long term value for its stakeholders with a strong emphasis on the transparency of its operations and instilling pride of association. The Company follows the best practices of Corporate Governance and reporting systems in accordance with SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015.

2. BOARD OF DIRECTORS

As on 31st March 2019 the Company had Five Directors comprising of One Executive Director one women director and Three Non-Executive Independent director. The composition of the Board as on 31st March 2019 is in conformity with Listing Regulations 2015 having specified combination of Executive and Non-Executive Directors.

Independent Directors are non-executive directors as defined under Regulation 16(1) (b) of the SEBI (Listing Obligations and disclosure Requirements) Regulations 2015 and Section 149(6) of the Companies Act 2013. The maximum tenure of independent directors is in compliance with the Companies Act. All the independent Directors have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Section 149(6) of the Companies Act 2013.

The Company is in compliance with the requirements stipulated under Regulations 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as applicable with regard to Corporate governance as detailed below:

3. NUMBER OF BOARD MEETINGS.

Four meeting of the Board were held during the year 2018-2019. The dates on which the Board meetings were held are 30th May 2018, 31st July 2018, 31st October 2018, 02nd February 2019.

4. COPOSITION AND STATUS OF BOARD OF DIRECTORS.

The composition of the Board of Directors and also the number of other Board of Directors or Board Committees of which he/she is a Member/Chairman are as under: -

Name of the Director	Category	No of Directorship as on 31-03-2019		Committee Membership/Chairmanship		No of Board Meeting Attended this year	Attendance of Last AGM on 21 st July 2019
		Listed	Public	Membership	Chairmanship		
Mr. Satish Kagliwal	Promoter Chairman, Non-Executive					4	Yes
		3	3	7	0		
Mrs. Sweta Kagliwal	Promoter, Non-Executive	3	5	0	0	4	Yes
Mr. Shrirang Agrawal	Independent, Non-Executive	4	5	6	4	4	Yes
Mr. Kashinath Iyer	Independent, Non-Executive	3	2	3	5	4	Yes
Mr. Omprakash Sharma*	Independent, Non-Executive	4	-	7	4	4	Yes
Mr. Akash Kagliwal (Resigned on 25 Mar 2019)	NA	NA	NA	NA	NA	4	Yes

5. DETAILS OF EQUITY SHARES HELD BY DIRECTORS

Name of the Director	Category	No of Shares Held	% of Number of Shares Held
Mr. Satish Kagliwal	Managing Director-Executive	0	0
Mr. Shrirang Agrawal	Independent Director	0	0
Mr. Kashinath Iyer	Independent Director	0	0
Mr. Omprakash Sharma	Independent Director	0	0
Mrs. Sweta Kagliwal	Executive Director	0	0

6. SEPARATE MEETING OF INDEPENDENT DIRECTOR

Independent Directors of the Company met separately on March 20, 2019 without the presence of Non-Independent Directors and Members of Management. In accordance with

Schedule IV of Companies Act, 2013, following matters were, inter-alia, reviewed and discussed in the meeting:

- Performance of Non-Independent Directors and the Board of Directors as a whole.
- Performance of the Chairman of the Company taking into consideration the views of Executive and Non-Executive Directors.
- Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

7. CODE OF CONDUCT.

The company has formulated and adopted a code of business conduct and ethics to guide our transactions with our colleagues, communities, customers, governments, investors, regulators and society. Requisite annual affirmations of compliance with the respective code have been made by the directors and the management of the company; including a declaration signed by the Director of the company regarding Compliance of the Code of Business Conduct.

8. BOARD COMMITTEE

The board has three standing Committees namely, Audit Committee, Stakeholders Relationship Committee, and Nomination and Remuneration Committee. The board constitute additional functional committees, from time to time, depending upon business needs.

A. Audit Committee

The management is responsible for the Company's internal controls and the financial reporting process while the statutory auditors are responsible for performing independent audits of the Company's Financial Statements in accordance with generally accepted auditing practices and for issuing reports based on such audits. The Board of Directors has entrusted the Audit Committee to supervise the process and thus ensure accurate and timely disclosures that maintain the transparency, integrity and quality of financial control and reporting. The composition, procedures, powers and role/functions of the Audit Committee constituted by the Company comply with the requirements of Regulation 18 of the SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act 2013.

1. Role of Audit Committee

- Oversight of financial reporting process.
- Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval.
- Evaluation of internal financial controls and risk management Systems
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
- Approve policies in relation to the implementation of the Insider Trading Code and to supervise implementation of the same.

2. Frequency of Meeting held.

Four Audit Committee meeting of the Board were held during the year 2018-2019. The dates on which the Board meetings were held are 30th May 2018, 31st July 2018, 31st October 2018, 01st February 2019.

3. Composition and Meetings and Attendance of Audit Committee

Name of Director	Category	Status	No of Meetings (held/attended)	
Mr. Omprakash Sharma	Independent Director	Chairman	4	4
Mr. Satish Kagliwal	Managing Director-Executive Director	Member	4	4
Mr. Shrirang Agrawal	Independent Director	Member	4	4

B. Nomination and Remuneration Committee.

Nomination and Remuneration Committee is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations and Section 178 of the Companies Act 2013.

1. Role of Nomination and Remuneration Committee

- Recommend to the board to setup and composition of the Board and its committees.
- Recommend to the Board the appointment/re-appointment of Directors and Key Managerial Personnel.
- Support the Board and Independent Directors in evaluation of the performance of the Board, its Committees and individual Directors.
- Recommend to the Board the Remuneration Policy for Directors, executive team or Key Managerial Personnel as well as the rest of employees.
- Oversee familiarization programs.

2. Frequency of Meeting held

One Nomination and Remuneration Committee of the Board were held during the year 2018-2019. The dates on which the Board meetings was held on 01st February 2019.

3. Composition and Meetings and Attendance of Nomination and Remuneration Committee

Name of Director	Category	Status	No of Meetings	
Mr. Omprakash Sharma	Independent Director	Chairman	1	1
Mr. Kashinath Iyer	Independent Director	Member	1	1
Mr. Shrirang Agrawal	Independent Director	Member	1	1

C. Stakeholders Relationship Committee

The committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations and Section 178 of the Companies Act.

- Consider and resolve the grievances of security holders.
- Consider and approve issue of share certificates, transfer and transmission of securities etc.

1. Role of Stakeholders Relationship Committee.

- Transfer, transmission, split and consolidation of investors holding
- Dematerialisation/rematerialisation of shares
- Non-receipt of dividends and other corporate benefits
- Replacement of lost/mutilated/stolen share certificates
- Non-receipt of Annual Reports and change of addresses, etc.

2. Frequency of Meeting held

Four Stakeholders Relationship Committee meeting were held during the year 2018-2019. The dates on which the Board meetings were held are 30th May 2018, 31st July 2018, 31st October 2018, 01st February 2019.

3. Composition and Meetings and Attendance of Stakeholders Relationship Committee Meeting.

Name of Director	Category	Status	No of Meetings	
Mr. Omprakash Sharma	Independent Director	Chairman	4	4
Mr. Satish Kagliwal	Managing Director-Executive Director	Member	4	4
Mr. Shrirang Agrawal	Independent Director	Member	4	4

4. Complaints Received

During the financial year 2018-19, 10 complaint was received and replied to the satisfaction of the shareholder. There were no complaints outstanding as on 31st March 2019. There were no share transfer requests pending as on 31st March 2019.

5. Name and Designation of Compliance Officer

Ms. Krutika Apte is Company Secretary and Compliance Officer of the Company

8. PERFORMANCE EVALUATION OF DIRECTORS AND FORMULATION OF THE CRITERIA FOR EVALUATION OF INDEPENDENT DIRECTOR AND THE BOARD.

Pursuant to the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the guidance Note on Board Evaluation issued by the SEBI on 5th January 2017, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the

evaluation of the working of its committees. The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning etc.,

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings etc., In a separate meeting of independent directors, performance of non-independent directors, the chairman of the Company and the board as whole was evaluated, taking into account the views of executive directors and non-executive directors. The Board and the nomination and remuneration committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings etc., In the board meeting that followed the meeting of the independent directors and meeting of nomination and remuneration committee, the performance of the board, its committees, and individual directors was also discussed. The performance evaluation of the Independent Directors was completed. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

9. REMUNRATION OF DIRECTORS.

The details of remuneration paid to the Directors are as follows

1. Remuneration paid to Executive / Independent Directors for the year 2018-19

Sr No	Name of Director	Designation	Salary	Perquisites and allowance	Total
1.	Mr. Satish Kagliwal	Managing Director	NIL	NIL	NIL
2.	Mr. Akash Kagliwal (Resigned on 25 Mar 2019)	Non-Executive Director	NIL	NIL	NIL
3.	Mr. Sweta Kagliwal	Non-Executive Director	NIL	NIL	NIL

2. Sitting Fees Paid for Meetings

Sr No	Name of Director	Designation	Remuneration	Sitting Fees
1.	Mr. Satish Kagliwal	Managing Director	NIL	NIL
2.	Mr. Akash Kagliwal (Resigned on 25 Mar 2019)	Non-Executive Director	10000	10000
3.	Mrs. Sweta Kagliwal	Non-Executive Director	10000	10000
4.	Mr. Shrirang Agrawal	Independent Director	10000	10000

5.	Mr. Kashinath Iyer	Independent Director	10000	10000
6.	Mr. Omprakash Sharma	Independent Director	10000	10000

10. MANAGEMENT DISCUSSION AND ANALYSIS REPORT.

A detailed report on the Management Discussion and analysis is included in the Board's Report.

11. DETAILS OF GENERAL BODY MEETING.

a. Annual General Meeting

The location and time where last three Annual General Meetings of the Company were held as under: -

Financial Year	Place	Date	Time
2017-2018	Nath House, Nath Road, Aurangabad (MAH) 431005	21 st July, 2018	4.00 PM
2016-2017	Nath House, Nath Road, Aurangabad (MAH) 431005	24 th August, 2017	4.00 PM
2015-2016	Nath House, Nath Road, Aurangabad (MAH) 431005	28 th July 2016.	4.0 M

b. Extraordinary General Meeting

No Extraordinary General Meeting of the Members was held during the year 2018-19.

c. Special Resolution

No special resolution passed by Company

d. Details of special resolution passed through Postal Ballot

No Special Resolution passed through the Postal Ballot.

12. OTHER DISCLOURE

a. Related party transactions-

No transaction of material nature has been entered into by the Company with its Directors/management and their relatives, etc. that may have a potential conflict with the interests of the Company. The Register of Contracts containing transactions, in which Directors are interested, is placed before the Audit Committee and Board regularly. Transactions with related parties are disclosed in the Notes to Accounts in the Annual Report. In terms of SEBI (LODR) Regulations, 2015, the Audit Committee and Board of Directors of the Company have adopted a policy to determine Related Party Transactions.

- b. Details of Non-Compliance and Penalties
There were no cases of non-compliance during the last three financial years.
- c. Whistle Blower Policy and Vigil Mechanism.
The Board of Directors of the Company had adopted the Whistle Blower policy. The Company has established a mechanism for employees to report to the management, concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics. The employees have been appropriately communicated within the organization about the mechanism and have been provided direct access to the Chairman of the Audit Committee. The mechanism also lays emphasis on making enquiry into whistle blower complaint received by the Company. The Audit Committee reviews periodically the functioning of whistle blower mechanism. No employee has been denied access to the Audit Committee.
- d. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements

The Company has implemented all mandatory requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- e. Subsidiary Companies
Company does not have any Subsidiary Company
- f. Policy on Determination of Materiality for Disclosures.
The Company has adopted a Policy on Determination of Materiality for Disclosures.
- g. The Disclosures of the compliance with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 are as follows: -

Regulation	Particulars	Compliance Status (Yes/No)
17	Board of Directors	Yes
18	Audit Committee	Yes
19	Nomination and Remuneration Committee	Yes
20	Stakeholders Relationship Committee	Yes
21	Vigil Mechanism	Yes
23	Related Party Transaction	Yes
24	Corporate Governance requirement with respect to subsidiary of Listed entity	Yes
25	Obligation with respect to Independent Director	Yes
26	Obligation with respect to directors and Senior management	Yes
27	Other Corporate Governance requirement	Yes
46	Functional Website	Yes

13. MEANS OF COMMUNICATION

The quarterly, half-yearly and annual financial results of the Company are published in leading newspapers in India which include Business Standard and Pudhari. The results are also displayed on the Company's website www.techindianirman.com. Financial Results, Statutory Notices, Press Releases and Presentations made to the institutional investors/analysts after the declaration of the quarterly, half-yearly and annual results are submitted to the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) as well as uploaded on the Company's website.

14. GENERAL SHAREHOLDERS INFORMATION

a. Annual General Meeting

Location	Nath House, Nath Road, Aurangabad, 431005
Date & Time	Saturday 03 rd August 2019 at 3.00 PM
Venue	Nath House, nath road Aurangabad-431005

b. Book Closure

The register of Shareholders of the Company will remain closed on as mentioned in notice of AGM.

c. Financial Year

1st April to 31st March

d. Listing on Stock Exchanges and stock codes / symbol.

Stock Exchange	Trade Symbol	Address
BSE Limited	526576	25 th floor, P.J Towers , Dalal Street, Mumbai 400001
National Stock Exchange of (India) Limited	TECHIN	Exchange plaza, C-1 Blok-G, Bandra Kurla Complex Bandra (East) Mumbai-400001

e.

CIN- L45200MH1980PLC023364

f. Market Price Data

High, Low (based on daily closing prices) and number of equity shares traded during each month in the year 2018-19 on BSE and National Stock Exchange of India Limited.

MONTH	BSE		NSE	
	High	Low	High	Low
Apr-18	9.20	7.55	9.00	7.15
May-18	8.40	6.15	8.00	6.20
Jun-18	8.20	6.18	6.90	6.00
Jul-18	8.33	6.12	7.70	6.10
Aug-18	6.00	4.75	7.10	5.15

Sep-18	6.11	5.07	6.05	4.90
Oct-18	5.12	3.90	5.65	4.90
Nov-18	4.81	4.06	5.40	4.50
Dec-18	6.33	4.61	5.75	4.50
Jan-19	8.43	6.00	7.05	5.70
Feb-19	8.01	4.88	7.00	5.75
Mar-19	6.24	5.040	6.45	5.15

Performance of Share Price in comparison to BSE SENSEX



g. Registry to an issue and Share Transfer Agents

Name- Bigshare Services Private Limited
Address- 1st Floor,, Bharat Tin Woks Building,
opp Vasant Oasis, Makwana Road, Marol, Andheri East
Mumbai-400059
Telephone 022-62638200
Email- info@bigshareonline.com
Website www.bigshareonline.com

h. Share Transfer System

All share transfer and other communications regarding share certificates, change of address, dividends, etc should be addressed to Registrar and Transfer Agents. Stakeholders Relationship Committee is authorized to approve transfer of shares in the physical segment. The Committee has delegated authority for approving transfer and transmission of shares and other related matters to the officers of the Company. Such transfers take place on weekly basis. A summary of all the transfers/ transmissions etc. so approved by officers of the Company is placed at every Committee Meeting. All share transfers are completed within statutory time limit from the date of receipt, provided the documents

meet the stipulated requirement of statutory provisions in all respects. The Company obtains from a Company Secretary in practice half yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of the Listing Regulations, and files a copy of the same with the Stock Exchanges.

i. Shareholding as on March 31 2019.

1. Distribution of Share Holding as on 31st March 2019.

Shareholding of Nominal Value (Rs.)	No. of Holders	% of Total Holders	Total Shares	% of Total	
1	5000	21813	85.7935	25595160	17.8662
5001	10000	2002	7.8741	13859930	9.6747
10001	20000	829	3.2606	11653540	8.1345
20001	30000	296	1.1642	7434220	5.1893
30001	40000	121	0.4759	4323160	3.0177
40001	50000	82	0.3225	3778380	2.6374
50001	100000	141	0.5546	9708650	6.7769
100001	9999999	141	0.5545	66906960	46.7032

2. Categories of Shareholding as on 31st March 2019.

Category	No. of Shares	% of Capital
Indian Promoters	4860313	33.93
Persons acting in Concert	0	0
Sub Total	4860313	33.93
Non Promoter Holding		
Mutual Funds	4408	0.03
Banks/Financial Institutions	1508	0.01
Foreign Institutional Investors	0	0
Sub Total	5916	0.04
Others	23512	0.17
Private Corporate Bodies	816187	5.70
Indian Public	8485702	59.22
NRI/OCB	134370	0.94
Sub Total	9459771	66.03
Total	14326000	100.00

3. Top 10 Equity Shareholders as on 31* March 2019.

Sr. No.	Name	No of shares	% of Total Shares of the Company
1	M V Chandrashekar	309979	2.168
2	Y Gokul	211517	1.476
3	Luxmi Kant Gupta	144132	1.06
4	P Nagarju	130320	0.90
5	Dasika Gopala Krishna	120334	0.83
6	Nath Royal Limited Maharashtra State Financial Corporation	85840	0.59
7	Manishaben S Bhandari	81261	0.56
8	Thota Bikshapathi	79999	0.55
9	Parveen Kumar Garg	74584	0.46
10	Consultants Pvt Ltd	76180	0.53

3. Dematerialization of shares and liquidity

The Company's shares are compulsorily traded in dematerialized form on NSE and BSE. Equity shares of the Company representing 93.67 percent of the Company's equity share capital are dematerialized as on March 31, 2019. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE778A01021.

4. Address for Correspondence.

Techindia Nirman Limited
Nath House, nath road
Aurangabad-431005
Email ID-investor@techindianirman.com
Website-www.techindianirman.com

15. DECLARATION UNDER SCHEDULE V OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT), 2015.

I, Satish Kagliwal, Managing Director of the Company, hereby declare that as provided under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management Personnel have confirmed compliance with the Code of Conduct and Ethics for the year ended 31st March 2019.

CEO/CFO CERTIFICATION
(Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015)

We hereby certify that:

- a. We have reviewed financial statements and the cash flow statement for the Financial Year ended 31st March 2019 and that to the best of our knowledge and belief:
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the auditors and the Audit Committee that there are no:
 - i. Significant changes in internal control over financial reporting during the year;
 - ii. Significant changes in accounting policies during the year and that the same have been disclosing in the notes to the financial statements; and
 - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the company's internal control system over financial reporting.

For an on behalf of the Board of Directors

Place: Aurangabad
Dated: 30.05.2019

Chief Financial Officer
Sunil Dixit

Managing Director
Satish Kagliwal
DIN: 00119601

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER REGULATION 34(3) READ WITH SCHEDULE V OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

**To the Members of,
Techindia Nirman Limited
Nath House, Nath Road
Aurangabad-431005**

We have examined the compliance of the conditions of Corporate Governance by TechIndia Nirman Limited ('the Company') for the year ended on March 31, 2019, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub regulation (2) of Regulation 46 and para C, D and E

of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

The compliance of the conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2019.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Neha P Agrawal
FCS No. 7350, C P No: 8048

Place: Aurangabad
Date: 30th May 2019

CERTIFICATE
(Pursuant to clause 10 of Part C of Schedule V of LODR)

To,
The Members,
TechIndia Nirman Limited
Nath House, nath road,
Aurangabad-431005

TECHINDIA
NIRMAN LTD.

In pursuance of sub clause (i) of clause 10 of Part C of Schedule V of The Securities Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirement) Regulations, 2015; (LODR) in respect of TECHINDIA NIRMAN LIMITED bearing CIN : L45200MH1980PLC023364 (Hereinafter called “the Company”), I hereby certify that :

On the basis of the written representation/declaration received from directors and taken on record by the Board of Directors, as on March 31, 2019, none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as director of the companies by the Securities Exchange Board of India (SEBI) /Ministry of Corporate Affairs or any such statutory authority.

For Neha P Agrawal
Practicing Company Secretary
FCS No. 7350, C P No: 8048

Place: Aurangabad
Date: 30th May 2019

Independent Auditors' Report

To,
The Members of
Techindia Nirman Limited
Aurangabad

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of **Techindia Nirman Limited** having CIN: L45200MH1980PLC023364 ("the Company"), which comprise the Balance Sheet as at 31st March 2019, the Statement of Profit and Loss (including other comprehensive income), Statement of Cash Flows and Statement of Changes in Equity for the year then ended, and notes to financial statements, including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and the other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2019 and its loss (financial performance including other comprehensive income), the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current year. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

We have determined that there are no key audit matters to be communicated in our report.

Information other than the Standalone Financial Statements and Auditor's Report thereon

5. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

6. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS 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, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.
7. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
8. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

9. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
10. As part of an audit in accordance with Standard on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- a. Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - b. Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - e. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
11. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
 12. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
 13. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

Report on Other Legal and Regulatory Requirements

14. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable. 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 purposes 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 the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS 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, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the 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 the requirements of section 197(16) of the Act, as amended :
In our opinion and to the best of our information and according to the explanations given to us, no remuneration has been paid by the Company to its directors during the year.
- (h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 25 to the financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Ashok R Majethia
Chartered Accountants
FRN: 127769W

Ashok Majethia
Proprietor
M No: 124781

Place: Aurangabad
Dated: 30.05.2019

ANNEXURE "A" TO THE AUDITORS' REPORT

The Annexure referred to in Independent Auditors' Report to the members of the TechIndia Nirman Limited on the financial statements for the year ended 31st March 2019, we report that:

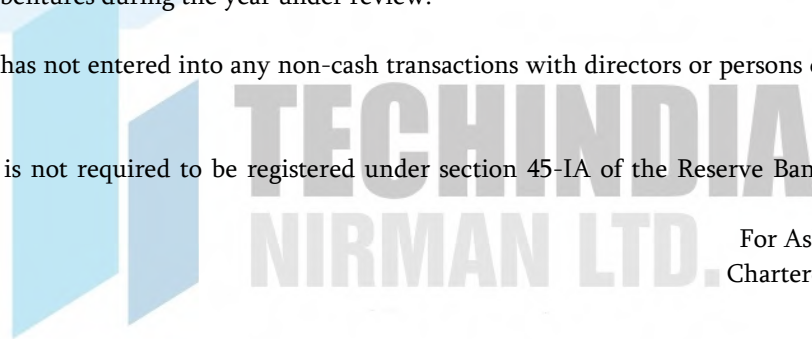
1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The company has regular program of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this program, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the company and nature of its business.

(c) According to the information and explanations given to us, and on the basis of our examination of the record of the company, the title deeds of the immovable properties are held in the name of the company.
2. As the company does not carry any inventory, the para 2 of Clause 3 of the Order is not applicable to the company.
3. As per the information and explanations given to us, the Company has not granted any unsecured loan to any party covered in the register maintained under section 189 of the Act.
4. In our opinion and according to the information and explanations given to us, as no loans have been granted or investments made or guarantees given and security provided, the provisions of section 185 and 186 of the Act are not applicable.
5. The Company has not accepted deposits within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under.
6. No maintenance of cost records has been specified by the Central Government under section 148(1) of the Act for the products of the company.
7. (a) The company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities.

b) There are no dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess which have not been deposited on account of any dispute.

8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to Bank / Financial Institution during the year.
9. The company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Further, the term loans were applied for the purpose for which those are raised.
10. No fraud on or by the company or any fraud on the company by its officers or employees has been noticed or reported during the year.
11. The company has not paid any managerial remuneration as such para (xi) of clause 3 of the Order is not applicable.
12. The company is not a Nidhi Company as such para (xii) of clause 3 of the Order is not applicable to the company.
13. The company has not entered into any transaction falling under section 188 of the Act, hence para (xiii) of clause 3 of the Order is not applicable to the Company.
14. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
15. The company has not entered into any non-cash transactions with directors or persons connected with him.
16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.



For Ashok R Majethia
Chartered Accountants
FRN: 127769W

Ashok Majethia
Proprietor
M No: 124781

Place: Aurangabad
Date: 30th May 2019

ANNEXURE “B” TO THE AUDITORS' REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

1. We have audited the internal financial controls over financial reporting of **Techindia Nirman Limited** (“the Company”) as of 31st March, 2019 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 the 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 the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform 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’s judgement, including the assessment of the risks of material misstatement of the Ind AS 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 of the company.

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

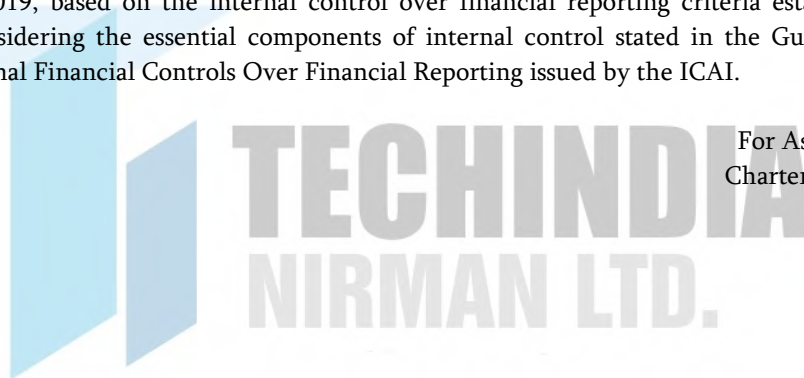
transactions are recorded as necessary to permit preparation of Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS 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 to future periods are subject to the risk that the internal financial control 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, to the best of our information and according to the explanations given to us, 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 31st March, 2019, 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 ICAI.



For Ashok R Majethia
Chartered Accountants
FRN: 127769W

Ashok Majethia
Proprietor
M No: 124781

Place: Aurangabad
Date: 30th May 2019

Techindia Nirman Limited
Balance Sheet as at March 31, 2019

	Note	As at March 31, 2019 Rupees	As at March 31, 2018 Rupees
Assets			
I) Non-Current Assets			
a) Property, plant and Equipment	3	22,58,05,555	22,60,65,586
b) Capital Work in Progress	4	1,93,27,573	-
c) Investment Property			
d) Goodwill			
e) Other Intangible assets			
f) Intangible assets under development			
g) Biological Assets other than bearer plants			
h) Financial Assets			
(i) Investment	4	47,83,525	47,83,525
(ii) Trade Receivables			
(iii) Loans	5	-	3,96,00,000
(iv) Others			
i) Deferred Tax Assets (Net)			
j) Other Non-current Assets			
		24,99,16,653	27,04,49,111
II) Current Assets			
a) Inventories			
b) Financial Assets			
(i) Investment			
(ii) Trade Receivables			
(iii) Cash and cash equivalents	6	1,22,354	1,15,991
(iv) Bank balances other than (iii) above			
(v) Loans			
(vi) Others	7	41,61,42,500	37,31,25,032
c) Current Tax Assets (Net)	8	22,87,896	22,79,785
d) Other current assets	9	3,77,315	3,75,737
		41,89,30,065	37,58,96,544
Total Assets		66,88,46,718	64,63,45,655
Equity and Liabilities			
Equity			
a) Equity Share Capital	10	14,32,63,360	14,32,63,360
b) Other Equity	11	5,39,772	30,29,142
		14,38,03,132	14,62,92,502
Liabilities			
I) Non-Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	12	75,19,000	75,19,000
(ii) Trade Payables			
(iii) Other financial liabilities			
b) Provisions	13	3,60,000	3,01,901
c) Deferred tax liabilities (Net)			
d) Other non-current liabilities			
		78,79,000	78,20,901
II) Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	14	51,69,83,359	49,19,65,565
(ii) Trade Payables	15	1,46,655	2,32,845
(iii) Other financial liabilities			
b) Other current liabilities	16	25,854	25,927
c) Provisions	17	8,717	7,915
d) Current Tax Liabilities (Net)			
		51,71,64,585	49,22,32,252
Total		66,88,46,718	64,63,45,655

The accompanying Notes are an integral part of these Financial Statements.

In terms of our report of even date.

For Ashok R Majethia & Co
Firm Registration No.: 127769W
Chartered Accountants

For and on behalf of the Board of Directors

Ashok Majethia
Proprietor
Membership No.:124781

Satish Kagliwal
Managing Director
DIN No.: 00119601

Sweta Kagliwal
Director
DIN No.: 02052811

Place: Aurangabad
Date: 30.05.2019

Sunil Dixit
Chief Financial Officer

Krutika Apte
Company Secretary

Techindia Nirman Limited
Statement of Profit and Loss for the year ended March 31st, 2019

	Note	Year Ended March 31, 2019 Rupees	Year Ended March 31, 2018 Rupees
Revenue from Operations (Gross)		-	-
Other Income	18	7,83,246	43,06,137
Total Revenue		7,83,246	43,06,137
Expenses			
Cost of Materials Consumed		-	-
Changes in Inventories of Finished Goods and Work-in-Progress		-	-
Employee Benefits Expense	19	8,74,773	10,26,612
Finance Costs	20	-	36,46,455
Depreciation Expense	21	2,60,031	2,60,031
Other Expenses	22	21,37,812	22,31,081
Total Expenses		32,72,616	71,64,179
Profit Before Exceptional items and Tax		(24,89,370)	(28,58,042)
Exceptional Items		-	-
Profit before tax		(24,89,370)	(28,58,042)
Tax Expense			
Income Tax			
- Current Year		-	-
- Earlier Years		-	-
Deferred Tax Charge		-	-
Profit for the Year		(24,89,370)	(28,58,042)
Other Comprehensive Income			
A. (i) Items that will not be reclassified to Profit and Loss		-	-
(ii) Income tax relating to items that will not be reclassified to Profit and Loss		-	-
B. (i) Items that will be reclassified to Profit and Loss		-	-
(ii) Income tax relating to items that will be reclassified to Profit and Loss		-	-
Total Comprehensive Income		(24,89,370)	(28,58,042)
Earnings Per Equity Share [Nominal Value Per Share: Rs. 10 (Previous Year: Rs. 10)] Basic and Diluted		(2.45)	(2.38)

The accompanying Notes are an integral part of these Financial Statements.

In terms of our report of even date.

For Ashok R Majethia & Co
Firm Registration No.: 127769W
Chartered Accountants

For and on behalf of the Board of Directors

Ashok Majethia
Proprietor
Membership No.:124781

Satish Kagliwal
Managing Director
DIN No.: 00119601

Sweta Kagliwal
Director
DIN No.: 02052811

Place: Aurangabad
Date: 30.05.2019

Sunil Dixit
Chief Financial Officer

Krutika Apte
Company Secretary

Techindia Nirman Limited
Statement of Cash Flows for the year ended March 31, 2019

	Year ended March 31, 2019		Year ended March 31, 2018	
	Rupees	Rupees	Rupees	Rupees
A. Cash flow from operating activities				
Net profit before tax		(24,89,370)		(28,58,042)
Adjustments for:				
Depreciation expense	2,60,031		2,60,031	
Interest income	-		(42,98,137)	
Interest Expenses	-		36,46,455	
Provision / (Reversal of provision) for doubtful ar	4,33,215		-	
Dividend on long term investments	-		(8,000)	
Provision for Gratuity	66,753		2,70,055	
Provision for Comansated Absences	(7,852)	7,52,147	39,761	(89,835)
Operating profit before working capital changes		(17,37,223)		(29,47,877)
Adjustments for changes in working capital:				
(Increase)/ Decrease in trade receivables	-		-	
(Increase)/ Decrease in other current asset	(9,689)		(34,31,56,904)	
(Increase)/ Decrease in loans and advances	(4,33,215)		(3,37,00,000)	
Increase/ (Decrease) in trade payable	(86,189)		(9,08,832)	
Increase/ (Decrease) in liabilities and provisions	(73)	(5,29,167)	13,091	(37,77,52,644)
Operating profit after working capital changes		(22,66,390)		(38,07,00,521)
Direct taxes paid (net of refund)				-
Net cash from operating activities (A)		(22,66,390)		(38,07,00,521)
B. Cash flow from investing activities				
Purchase of fixed assets (including capital advances)		(1,93,27,573)		-
Advance for land development		(4,30,17,468)		
Dividend Income		-		8,000
Interest income		-		42,98,137
Net cash used in investing activities (B)		(6,23,45,041)		43,06,137
C. Cash flow from financing activities				
Repayment of short-term borrowings		2,50,17,794		37,99,70,551
Loan received		3,96,00,000		
Interest Expenses		-		(36,46,455)
Net cash used in financing activities (C)		6,46,17,794		37,63,24,096
Net Decrease in Cash and Cash Equivalents (A+B+C)		6,363		(70,288)
Cash and cash equivalents at the beginning of the year		1,15,991		1,86,279
Cash and cash equivalents at the end of the year		1,22,354		1,15,991
Net Decrease in Cash and Cash Equivalents (A+B+C)		6,363		(70,288)

Techindia Nirman Limited
Statement of Cash Flows for the year ended March 31, 2019

	March 31, 2019	March 31, 2018
	Rupees	Rupees
Cash and cash equivalents comprise of:		
Cash on Hand	24	24
Bank Balances:		
- In Current Accounts	1,22,330	1,15,967
Cash and cash equivalents at the end of the year	1,22,354	1,15,991

Notes:

- The above Statement of Cash Flows has been prepared under "Indirect Method" set out in Ind AS - 7 "Statement of Cash Flows"
- Figures in brackets indicate cash outgo.
- Previous year's figures have been regrouped/ rearranged wherever necessary.

For Ashok R Majethia & Co
Firm Registration No.: 127769W
Chartered Accountants

For and on behalf of the Board of Directors

Ashok Majethia
Proprietor
Membership No.:124781

Satish Kagiwal
Managing Director
DIN No.: 00119601

Sweta Kagiwal
Director
DIN No.: 02052811

Place: Aurangabad
Date: 30.05.2019

Sunil Dixit
Chief Financial Officer

Krutika Apte
Company Secretary

Techindia Nirman Limited
Statement of Changes in Equity for financial year ended on March 31st, 2019

A. Capital

Amount in Rs

Types of Capital	Balances at the beginning of the year at the reporting period	Changes in the equity shares during the year	Balance at the end of the reporting period
A. Equity Share Capital	14,32,63,360	-	14,32,63,360

B. Other Equity

Amount in Rs

Particular	Share application money pending allotment	Equity Component of financial instruments	Reserves and Surplus				Equity Instruments through other comprehensive income	Revaluation Surplus	Other items of other Comprehensive Income	Total
			Capital Reserve	Security Premium Reserve	Other Reserve	Retained Earning				
Balances at the beginning of the year 01.04.2018	0	0	34,95,348	25,19,82,269	-	-25,24,48,475	-	-	-	30,29,142
Changes in the accounting policies or prior period errors	0	0	-	-	-	-	-	-	-	-
Restated balance at the beginning of the year	0	0	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	0	0	-	-	-	-24,89,370	-	-	-	-24,89,370
Dividends	0	0	-	-	-	-	-	-	-	-
Transfer to Retained Earnings	0	0	-	-	-	-	-	-	-	-
Balance at the end of the reporting period 31.03.2019	0	0	34,95,348	25,19,82,269	-	-25,49,37,845	-	-	-	5,39,772

Techindia Nirman Limited
Statement of Changes in Equity for financial year ended on March 31st, 2018

A. Capital

Types of Capital	Amount in Rs		
	Balances at the beginning of the year at the reporting period	Changes in the equity shares during the year	Balance at the end of the reporting period
A. Equity Share Capital	14,32,63,360	0	14,32,63,360

B. Other Equity

Particular	Share application money pending	Equity Component of financial instruments	Reserves and Surplus				Equity Instruments through other comprehensive	Revaluation Surplus	Other items of other Comprehe	Total
			Capital Reserve	Security Premium Reserve	Other Reserve	Retained Earning				
Balances at the beginning of the year 01.04.2017	0	0	34,95,348	25,19,82,269	-	-24,95,90,433	-	-	-	58,87,184
Changes in the accounting policies or prior period errors	0	0	-	-	-	-	-	-	-	-
Transfer to Retained Earnings										
Restated balance at the beginning of the year	0	0	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	0	0	-	-	-	-28,58,042	-	-	-	-28,58,042
Dividends	0	0	-	-	-	-	-	-	-	-
Transfer to Retained Earnings	0	0	-	-	-	-	-	-	-	-
Balance at the end of the reporting period 31.03.2018	0	0	34,95,348	25,19,82,269	-	-25,24,48,475	-	-	-	30,29,142

For Ashok R Majethia & Co
 Firm Registration No.: 127769W
 Chartered Accountants

For and on behalf of the Board of Directors

Ashok Majethia
 Proprietor
 Membership No.:124781

Satish Kagliwal
 Managing Director
 DIN No.: 00119601

Sweta Kagliwal
 Director
 DIN No.: 02052811

Place: Aurangabad
 Date: 30.05.2019

Sunil Dixit
 Chief Financial Officer

Krutika Apte
 Company Secretary

1 General Information

The Company is incorporated under the Companies Act, 1956 and engaged in the business of business of infrastructure development. The registered office of the Company situated at Nath House, Paithan Road, Aurangabad (MS).

The financial statement for the year ended 31st March 2019 are approved by the Board of Directors and authorisd for issue on 30th May 2019.

2 SIGNIFICANT ACCOUNTING POLICIES:
A GENERAL

i) The financial statements are prepared on historical cost basis in accordance with applicable Indian Accounting Standards (Ind AS) and on accounting principles of going concern except fixed assets which are measured at fair values. These financial statements have been prepared to comply with all material aspects with the Indian accounting standards notified under section 133 of the Act, (the "Act") read with Rule 7 of the Companies (Accounts) Rules, 2014, and the other relevant provisions of the Act.

ii) Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policies hitherto in use.

iii) As the quarter and year figures are taken from the source and rounded to the nearest digits, the figures already reported for all the quarters during the year might not always add up to the year figures reported in this statement.

iv) All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current classification of assets and liabilities.

B REVENUE RECONGNITION

i) All Expenses and Income to the extent considered payable and receivable respectively with reasonable certainty, unless specifically stated to be otherwise, are accounted for on accrual basis.

ii) Interest is accounted for on the accrual basis.

iii) Dividend is accounted for as and when it receives.

C PROPERTY, PLANT AND EQUIPMENTS

i) Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at deemed cost less and accumulated depreciation. Freehold land is not depreciated.

ii) Other tangible Assets are stated at cost of acquisition inclusive of all attributable cost of bringing the same to their working condition, net off accumulated depreciation and accumulated impairment losses, if any. Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

iii) Expenditure related to and incurred during implementation of the project is capitalized under the appropriate heads on completion of the projects.

D CAPITAL WORK-IN-PROGRESS

Expenditure related to and incurred during the implementation of the projects is included under Capital Work-in-Progress and the same are capitalized under the appropriate heads on completion of the projects.

E DEPRECIATION / AMORTIZATION

Depreciation is charged as per the provisions of Schedule II to the Act based upon useful life of assets. The useful life adopted for the purpose of depreciation charged on the Corporate Building is 60 years.

F IMPAIRMENT

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased.

G INVENTORIES:

The inventories including sales returns are valued at lower of cost and net realizable value. Cost is assigned on weighted average basis. Obsolete, defective and unserviceable stocks are provided for.

H FOREIGN CURRENCY TRANSACTIONS:

- i) Transactions in foreign currency are recorded at the rate prevailing on the date of the transaction.
- ii) Current Assets and Current Liabilities in foreign currency outstanding as at the year-end are stated at the rates of exchange prevailing at the close of the year. The resultant gains/losses of the year are recognized in the Statement of Profit and Loss.

I GOVERNMENT GRANTS

- i) Grants are accounted for where it is reasonably certain that the ultimate collection will be made.
- ii) Grants relating to Fixed Assets in the nature of Project Capital Subsidy are credited to Capital Reserve.
- iii) Others are credited to Statement of Profit and Loss.

J RETIREMENT BENEFITS:

Liability as at the year end in respect of retirement benefits is provided for and/ or funded and charged to Statement of Profit and Loss as follows:

- i) Provident Fund / Family Pensions:

At a percentage of salary/wages for eligible employees.

- ii) Retirement benefit costs and termination benefit

The Company determines the present value of the defined benefit obligation and recognizes the liability or asset in the balance sheet.

The present value of the obligation is determined using the projected unit credit method, with actuarial

Defined benefit costs are composed of:

- (a) service cost – recognized in profit or loss; service cost comprises (i) current cost which is the increase in the present value of defined benefit obligations resulting from employee service in the current period, (ii) past service cost which is the increase in the present value of defined benefit obligations resulting from employee service in the prior periods resulting from a plan amendment, and (iii) gain or loss on settlement.

(b) remeasurements of the liability or asset - recognized in other comprehensive income.

(c) remeasurements of the liability or asset essentially comprise of actuarial gains and losses (i.e. changes in the present value of defined benefit obligations resulting from experience adjustments and effects of changes in actuarial assumptions).

Short-term benefits: A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave and other short term benefits in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Other long-term benefits: Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group in respect of services provided by employees up to the reporting date.

iii) Bonus

The company recognises a liability and expense for bonus. The company recognises a provision where contractually obliged or where there is past practice that has created a constructive obligation.

K BORROWING COST

Borrowing cost directly attributable to acquisition, construction, production of qualifying assets are capitalized as a part of the cost of such assets up to the date of completion. Other borrowing costs are charged to Statement of Profit and Loss.

L TAXATION

i) Provision for Current Tax is made and retained in the accounts on the basis of estimated tax liability as per applicable provisions of Income Tax Act 1961.

M DEFERRED TAX

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

N EARNING PER SHARE

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Earnings considered in ascertaining the Company's earnings per share is the net profit for the year attributable to equity share holders. The weighted average number of equity shares outstanding during the year and for all years presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year is adjusted for the effects of all dilutive potential equity shares.

O USE OF ESTIMATES

The preparation of Financial Statements requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of Financial Statements and the reported amounts of revenues and expenses during the reporting period. Difference between the actual results and the estimates are recognised in the period in which the results are known/ materialised.

P PROVISION AND CONTINGENT LIABILITIES

Provisions: Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Q CASH AND CASH EQUIVALENTS

In the Cash Flow Statement, cash and cash equivalents includes cash on hand, demand and short term deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

R FINANCIAL ASSETS AT AMORTISED COST

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

S FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and a contractual terms of the financial assets give rise on the specified dates to cash flows that are solely payment of the principal and interest on the principal amount outstanding.

T FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of assets and liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

U FINANCIAL LIABILITIES

Financial liabilities are measured at amortised cost using the effective interest method.

V EQUITY INSTRUMENTS

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. The Company recognises equity instruments at proceeds received net off direct issue cost.

W RECLASSIFICATION OF FINANCIAL ASSETS

The Company determines classification of the financial assets and liabilities on initial recognitions. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when a company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognized gains, losses (including impairment gains and losses) or interest.

X OFFSETTING OF FINANCIAL INSTRUMENTS

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet if there is currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

SR. NO.	PARTICULARS	GROSS BLOCK			DEPRECIATION / AMORTISATION				NET BLOCK	
		AS AT 01.04.2018	ADDITION DURING THE YEAR	AS AT 31.03.2019	AS AT 01.04.2018	FOR THE PERIOD	DEDUCTION / ADJUSTMENT	UP TO 31.03.2019	AS AT 31.03.2018	AS AT 31.03.2019
(A)	TANGIBLE ASSETS									
1	Land	22,18,07,500	-	22,18,07,500	-	-	-	-	22,18,07,500	22,18,07,500
2	Corporate Building	1,64,23,000	-	1,64,23,000	1,21,64,914	2,60,031	-	1,24,24,945	42,58,086	39,98,055
			-				-			
	GRAND TOTAL	23,82,30,500	-	23,82,30,500	1,21,64,914	2,60,031	-	1,24,24,945	22,60,65,586	22,58,05,555
	Previous Year	23,82,30,500	-	23,82,30,500	1,19,04,883	2,60,031	-	1,21,64,914	22,63,25,617	22,60,65,586



	As at March 31, 2019 Rupees	As at March 31, 2018 Rupees
5 CAPITAL WORK IN PROGRESS		
Interest on Loan (In respect of development activity to be undertaken)	1,93,27,573	-
	1,93,27,573	-
4 NON CURRENT INVESTMENTS		
UN QUOTED; AT COST; NON-TRADE INVESTMENT		
a) In Government Securities National Saving Certificates (Face Value Rs. 54,000 deposited with Govt Dept)	49,275	49,275
UNQUOTED; AT COST; TRADE INVESTMENTS		
b) In Equity shares (fully paid)		
1000 Equity shares of The Saraswat Co-op Bank Ltd. Of Rs. 10 each, fully paid	10,000	10,000
1000 Equity shares of Janta Sahakari Bank Ltd. Of Rs. 100 each, fully paid	1,00,000	1,00,000
250 Equity shares of Deogiri Nagari Sahakari Bank Ltd. Of Rs. 25 each, fully paid	6,250	6,250
3440 Equity shares of The Peoples Co-op Bank Ltd. Of Rs. 25 each, fully paid	86,000	86,000
45320 Equity shares of Jankalyan Sahkari Bank Ltd. Of Rs. 100 each, fully paid	45,32,000	45,32,000
	47,83,525	47,83,525
5 LOANS AND ADVANCES		
(Unsecured: Considered Good)		
Nath Bio Technologies Ltd, a related party	-	3,40,00,000
Capital Advance for land purchase	-	56,00,000
	-	3,96,00,000
CURRENT ASSETS		
6 CASH AND BANK BALANCES		
Cash and Cash Equivalent		
Cash on Hand	24	24
Bank Balances in Current Account	1,22,330	1,15,967
	1,22,354	1,15,991
7 SHORT-TERM LOANS AND ADVANCES		
[Unsecured, Considered Good]		
Advance to Land Developers and Growers	41,60,00,000	37,29,82,532
Advances against 16% Redeemable Preference shares	1,42,500	1,42,500
	41,61,42,500	37,31,25,032
[Unsecured, Considered Doubtful]		
Advance to Land Developers and Growers	-	33,26,844
Less: Provision for doubtful advances to grower	-	-33,26,844
	41,61,42,500	37,31,25,032
8 CURRENT TAX ASSETS (NET)		
Deposit with Income Tax Department	20,23,918	20,23,918
TDS Receivable	2,63,978	2,55,867
	22,87,896	22,79,785
9 OTHER CURRENT ASSETS		
Prepaid expenses	1,578	-
Security Deposit with others	3,75,737	3,75,737
	3,77,315	3,75,737

10 SHARE CAPITAL

	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares of Rs.10 each	2,47,00,000	24,70,00,000	2,47,00,000	24,70,00,000
16% Cumulative Redeemable Preference Shares of Rs.100 each	1,30,000	1,30,00,000	1,30,000	1,30,00,000
	2,48,30,000	26,00,00,000	2,48,30,000	26,00,00,000
Issued, Subscribed and Paid up				
Equity Shares of Rs.10 each	1,43,26,336	14,32,63,360	1,43,26,336	14,32,63,360
	1,43,26,336	14,32,63,360	1,43,26,336	14,32,63,360

(a) Reconciliation of Number of Shares

	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares:				
Balance as at the beginning of the year	1,43,26,336	14,32,63,360	1,43,26,336	14,32,63,360
Add: Shares issued during the year	-	-	-	-
Add: Bonus Shares issued during the year	-	-	-	-
Balance as at the end of the year	1,43,26,336	14,32,63,360	1,43,26,336	14,32,63,360

(b) Rights, Preferences and Restrictions attached to Shares

i) The Company has one class of equity shares having a par value of Rs. 10 per share. Equity shareholder is eligible for one vote per share held. They are eligible for dividend on the basis of their shareholding. In the case of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, if any, in proportion to their shareholding.

(c) Details of Shares held by Shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	% holding	No. of Shares	% holding
Equity Shares				
a) Nath Royal Ltd	35,80,674	24.99	35,80,674	24.99

11 Other Equity

	As at March 31, 2019 Rupees	As at March 31, 2018 Rupees
Capital Reserve	34,95,348	34,95,348
Securities Premium	25,19,82,269	25,19,82,269
Retained Earning	-25,49,37,845	-25,24,48,475
	5,39,772	30,29,142

12 Long term Borrowings

16% Cumulative Redeemable Preference Shares of Rs.100 each

	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Amount	No. of Shares	Amount
Authorised				
16% Cumulative Redeemable Preference Shares of Rs.100 each	1,30,000	1,30,00,000	1,30,000	1,30,00,000
	1,30,000	1,30,00,000	1,30,000	1,30,00,000
Issued, Subscribed and Paid up				
16% Cumulative Redeemable Preference Shares of Rs.100 each	75,190	75,19,000	75,190	75,19,000
	75,190	75,19,000	75,190	75,19,000

(a) Reconciliation of Number of Shares

	As at March 31, 2019		As at March 31, 2018	
16% Cumulative Preference Shares:				
Balance as at the beginning of the year	75,190	75,19,000	75,190	75,19,000
Add: Shares issued during the year	-	-	-	-
Add: Bonus Shares issued during the year	-	-	-	-
Balance as at the end of the year	75,190	75,19,000	75,190	75,19,000

(b) Rights, Preferences and Restrictions attached to Shares

The Equity shareholder is eligible for one vote per share held. They are eligible for dividend on the basis of their shareholding. In the case of liquidation, the equity shareholders are eligible to receive the remaining assets of the company and distribution of all preferential amounts, if any, in proportion to their shareholding.

(c) Details of Shares held by Shareholders holding more than 5% of the aggregate shares in the Company

16% Cumulative Preference Shares:				
a) The New India Assurance Company Ltd	23,135	30.77	23,135	30.77
b) The United Insurance Company Ltd	17,352	23.08	17,352	23.08
c) The Oriental Insurance Company Ltd	17,352	23.08	17,352	23.08
d) The General Insurance Company Ltd	17,351	23.08	17,351	23.08



	As at March 31, 2019 Rupees	As at March 31, 2018 Rupees
13 Long term Provisions		
Gratuity	3,30,695	2,65,250
Compansated Absense	29,305	36,651
	3,60,000	3,01,901
14 Current Financial Liabilities - Borrowings		
SECURED		
From Jankalyan Bank Ltd. (Against the lien of fixed deposits)	19,48,03,181	39,05,56,010
	19,48,03,181	39,05,56,010
UNSECURED		
From Associate Companies	32,21,80,178	10,14,09,555
	32,21,80,178	10,14,09,555
	51,69,83,359	49,19,65,565
15 Other Current Financial Liabilities - Trade Payable		
Sundry Creditors	-	25,000
Sundry Creditors - service providrs	1,46,655	2,07,845
	1,46,655	2,32,845
16 Other Current Financial Liabilities		
Salary Payable	12,500	12,562
Statutory Liabilities	13,354	13,365
	25,854	25,927
17 Short term Provisions		
Gratuity	6,113	4,805
Compensated Absense	2,604	3,110
	8,717	7,915

	Year Ended March 31, 2019 Rupees	Year Ended March 31, 2018 Rupees
18 Other Income		
Dividend on long term Investments	-	8,000
Interest Income	-	33,816
Interest Received- Income tax	200	42,64,321
Misc Income	13,440	-
Reversal of provision for Bad debts	4,33,215	-
Sundry balances written back	3,28,539	-
Reversal of provision for Compensated Absenses	7,852	-
	7,83,246	43,06,137
19 Employee Benefits Expense		
Salaries, Allowances and Bonus	8,08,020	7,16,796
Grauity	66,753	2,70,055
Compensated Absenses	-	39,761
	8,74,773	10,26,612
20 Finance Costs		
Interest (Others)	-	36,46,455
	-	36,46,455
21 Depreciation Expense		
Depreciation on Tangible Assets	2,60,031	2,60,031
	2,60,031	2,60,031
22 Other Expenses		
Compensation to Growers	-	15840
Rates and Taxes	1,900	6,520
Insurance	1,036	2,614
Legal & Professional charges	2,70,080	4,40,050
Power and Fuel	53,000	92,988
Traveling and Conveyance	-	7,500
Auditors' Remuneration		
Statutory Audit	88,500	75,000
Other professional services	60,000	55,000
Bank Charges	8,101	4,350
Communication expenses	5,014	1,03,322
Advertisement Expenses	52,864	-
Water Expenses	1,45,427	-
Corporate Share expenses	8,31,473	4,93,984
Printing & Stationery	2,92,827	2,36,050
Directors Sitting fees	52,000	50,000
Listing Fees	2,66,591	4,76,896
Sundry balances written/off	-	1,70,968
Misc Expenses	9,000	-
TOTAL	21,37,812	22,31,081

23 Fair Value Measurement

Particular	Carrying Amount		Fair Value	
	as at 31st March 2019	as at 31st March 2018	as at 31st March 2019	as at 31st March 2018
FINANCIAL ASSETS				
Financial Assets measured at amortised cost				
a) Non-Current Investment	47,83,525	47,83,525	47,83,525	47,83,525
b) Security Deposits	3,75,737	3,75,737	3,75,737	3,75,737
c) Other Current Assets	41,84,30,396	#####	41,84,30,396	37,54,04,817
d) Cash on hand	24	24	24	24
e) Bank Balance	1,22,330	1,15,967	1,22,330	1,15,967
f) Advance to Land Developers and Growe	41,60,00,000	#####	41,60,00,000	37,29,82,532
FINANCIAL LIABILITIES				
Financial Liabilities measured at amortised cost				
a) Non- Current Borrowings	75,19,000	75,19,000	75,19,000	75,19,000
b) Current Borrowings	51,69,83,359	#####	51,69,83,359	49,19,65,565
c) Trade Payable	1,46,655	2,32,845	1,46,655	2,32,845
e) Other Payables	25,854	25,927	25,854	25,927

The management assessed that the fair values of short term financial assets and liabilities significantly approximate their carrying amounts largely due to the short term maturities of these instruments. The fair value of financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction among willing parties, other than in a forced or liquidation sale

The Company determines fair values of financial assets and financial liabilities by discounting contractual cash inflows/ outflows using prevailing interest rates of financial instruments with similar terms. The fair value of investment is determined using quoted net assets value from the fund. Further, the subsequent measurement of all finance assets and liabilities (other than investment in mutual funds) is at amortized cost, using the effective interest method.

Discount rates used in determining fair value

The interest rate used to discount estimated future cash flows, where applicable, are based on the incremental borrowing rate of the borrower which in case of financial liabilities is the weighted average cost of borrowing of the Company and in case of financial assets is the average market rate of similar credits rated instrument.

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. In addition, the Company internally reviews valuation, including independent price validation for certain instruments.

Fair value of financial assets and liabilities is the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

The following methods and assumptions were used to estimate fair value:-

- Fair value of short term financial assets and liabilities significantly approximate their carrying amounts largely due to the short term maturities of these instruments.
- The fair value of the Company's interest borrowing received are determined using discount rate reflects the entity's borrowing rate as at the end of the reporting period. The own non performance risk as at the end of reporting period was assessed to be insignificant.

Fair value hierarchy

All financial instruments for which fair value is recognized or disclosed are categorized within the fair value hierarchy described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

Level -1

Quoted (unadjusted) price is active market for identical assets or liabilities

Level 2:

Valuation technique for which the lowest level input that has a significant effect on the fair value measurement are observed, either directly or indirectly.

Level 3

Valuation technique for which the lowest level input has a significant effect on the fair value measurement is not based on observation market data.

24 Financial Instruments and Risk Review

i) Capital Management

The Company's capital management objectives are:-

The Board policy is to maintain a strong capital base so as to maintain inventor, creditors and market confidence and to future development of the business. The Board of Directors monitors return on capital employed.

The Company manages capital risk by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as Net debt divided by total equity. Net debt and total equity are based on the amounts stated in the financial statements.

Debt-to-equity ratio is as follows

Particular	As at 31st March 2019	As at 31st March 2018
Net Debts (A) *	51,95,96,480	49,45,85,049
Equity (B)**	14,38,03,132	14,62,92,502
Debt Ratio (A/B)	361.32	338.08

* Net Debts includes Non-Current borrowings, Current borrowings, Current Maturities of non current borrowing net off Current Investment and cash and cash equivalent

** Equity includes Paid up share capital and other equity.

ii) Credit Risk

Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to contractual terms or obligations. Credit risk encompasses both, the direct risk of default and the risk of deterioration of credit worthiness as well as concentration of risks. Credit risk is controlled by analyzing credit limit and creditworthiness of customers on a continuous basis to whom the credit has been granted offer necessary approvals for credit.

Financial instruments that are subject to concentration of credit risk principally consists of trade receivable investments, derivative financial instruments and other financial assets. None of the financial instruments of the Company results in material concentration of credit risk

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk is as under, being the total of the carrying amount of balances with trade receivables.

As on	Amount in Rs
31st March, 2019	-
31st March, 2018	-

Trade receivables

Ind AS requires expected credit losses to be measured through a loss allowance. The Company assesses at each date of financial statement whether a financial asset or group of financial assets is impaired. The Company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to 12 months expected credit losses or at an amount equal to the life time expected credit losses, if the credit risk on the financial asset has increased significantly since initial recognition

Before accenting any new customer, the Company uses an external/internal credit scoring system to asses potential customer's credit quality and defines credit limits by customer. Limits and scoring attributed to customer are reviewed periodic basis

iii) Liquidity Risk

a) Liquidity risk management

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

b) Maturities of financial liabilities

The following tables detail the remaining contractual maturities for its financial liabilities with agreed repayment period. The amount disclosed in the tables have been drawn up based on the undiscounted cash flow of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows.

Particular	31st March 2019		31st March 2018	
	Less than 1 year	More than 1 year	More than 1 year	Less than 1 year
Financial Liabilities				
Trade Payables	1,46,655	-	1,61,298	71,547
Working capital demand Loan		-	-	
Loan/Term Loan (at variable rate)				
Total	1,46,655	-	1,61,298	71,547

c) Maturities of financial assets

The following table details the Company's expected maturity for financial assets. The table has been drawn up on based on the undiscounted contractual maturities of the financial assets including interest that will be earned such assets.

iv) Market Risk

Market risk is risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in the market prices. Such changes in the value of financial instruments may result from changes in the foreign currency exchange rate, interest rate, credit, liquidity and other market changes.

TECHINDIA NIRMAN LIMITED

		Current Year (Rs)	Previous Year (Rs)		
25	Contingent Liabilities not provided for in respect of				
a)	Arrears of Dividend on Cumulative Redeemable preference shares (including Corporate Dividend Tax)	3,26,60,003	3,12,38,251		
26	In the opinion of the Board, Current Assets, Loans and Advances are approximately of the value stated, if realised in the ordinary course of the business.				
27	The accounts including detailed transactions of Trade Payable, Unsecured Loans, Loans and Advances are subject to confirmations and reconciliations. The difference as may be noticed on reconciliation will be accounted for on completion thereof. In the opinion of the management, the ultimate difference will not be material.				
28	In view of huge carried forward unabsorbed depreciation, the management has, as the matter of prudence, not recognized deferred tax assets during the year.				
29	The operations of the company have continued to remain suspended during the year.				
30	Related parties disclosure as per Indian Accounting Standard - 24:				
a)	List of related parties				
i)	Associates:-				
	1 Agri Tech (India) Ltd.				
ii)	Key Management Personnel:-				
	Mr. Satish Kagliwal (Managing Director)				
	Mr. Sunil Dixit (Chief Financial Officer)				
	Mr. Kritika Apte				
b)	Transactions carried out with related parties as referred to in (a) above, in the ordinary course of the business:				
Sr No	List of related parties	Transaction	Current Year (Rs)	Previous Year (Rs)	
1	Agri Tech (India) Ltd.	Transfer (Debit to Party Account)	2,00,01,650	6,01,87,753	
		Amount Repaid	10,00,00,000	-	
		Loan taken	20,00,00,550	11,50,000	
		Transfer (Credit to account)	4,05,03,291	6,28,52,294	
2	Mr. Sunil Dixit	Remuneration Paid	5,98,020	4,85,628	
3	Ms Kritika Apte	Remuneration Paid	1,50,000	1,50,000	
c)	Outstanding balance of related parties				
Sr No	List of related parties	Current Year (Rs)	Dr / Cr	Previous Year (Rs)	Dr / Cr
1	Agri Tech (India) Ltd	22,19,11,747	Cr	#####	Cr
Notes:					
1 Related party relationship is identified by the Company and relied upon by the Auditors.					
2 No amounts in respect of related parties have been written off during the year. Also, no accounts have been provided for as doubtful debts.					
31	FOREIGN CURRENCY TRANSACTIONS			Current year Rs	Previous year Rs
	CIF value of Imports: -			NIL	NIL
	FOB value of export			NIL	NIL
	Expenditure in Foreign Currency: -			NIL	NIL
	Earning in Foreign Currency:-			NIL	NIL
32	EARNING PER SHARE				
	The following calculation of earning per share basic and diluted in terms of Indian Accounting Standard - 33on Earning Per Share:-				
	Particulars	Current Year (Rs)	Previous Year (Rs)		
	Net Profit (loss) as per Profit & Loss Account	-24,89,370	-28,58,042		
	Less :- Dividend on Preference Shares including dividend distribution tax	3,26,60,003	3,12,38,251		
	Numerator: Profit Available for equity share holders	-3,51,49,373	-3,40,96,293		
	Denominator: Number of Equity shares outstanding (nos)	1,43,26,336	1,43,26,336		
	Denominator for Diluted equity share holder	1,43,26,336	1,43,26,336		
	Basic Earnings per share is arrived at by dividing Numerator by Denominator	-2.45	-2.38		
	Diluted Earnings per share is arrived at by dividing Numerator for diluted equity share holder by Denominator	-2.45	-2.38		
	The nominal value per equity share is Rupees	10	10		
33	Outstanding dues to Micro and Small Enterprises:				
	There are no dues payable to suppliers registered under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) as at March 31, 2019.				

34 Employee Benefits

The company has classified the various benefits provided to employees as under

Defined Contribution Plans :

During the year, the Company has recognized the following amounts in the Profit & Loss Account

	Current Year	Previous Year
- Employers Contribution to Provident Fund	0	0
- Employers Contribution to ESI	0	0
- Employers Contribution to Labour Welfare Fund	0	0

Defined Benefit Plans

The company has neither created fund nor contributed to Scheme framed by the Insurance Company for the defined benefit plans for the qualifying employees. The present value of the defined benefit obligation and the related current service cost were measured using the Projected Unit credit method with actuarial valuations being carried out at each balance sheet date.

In accordance with Indian Accounting Standard 19, actuarial valuation was done in respect of the aforesaid defined benefit plan of gratuity based on the following assumptions: -

Particulars	Current Year	Previous Year
Discount Rate	7.79%	7.85%
Salary escalation rate	6%	6%
Expected rate of return on Plan Assets	-	-
Expected average remaining service of employee in the number of years	-	-

Disclosures for defined benefit plans based on Actuarial Reports as at 31st March 2019

a) Change in Present Value of Defined Benefit Obligation

Particulars	Current Year	Previous Year
Present value of obligations at the beginning of the year	2,70,055	-
Current Service Cost	12,777	-
Past Current Service Cost	-	-
Interest Cost	21,010	-
Actuarial (Gain) / Loss	32,966	-
Benefit paid	-	-
Present value of obligations at the end of the year	3,36,808	-

b) Change in Fair value of plan assets

Particular	Current Year	Previous Year
Fair Value of plan assets at the beginning of the year	-	-
Expected return on plan assets	-	-
Employer's contributions	-	-
Actuarial gain / (loss) on plan assets	-	-
Benefit paid	-	-
Fair value of plan assets at the end of the year	-	-

c) Percentage of each category of plan assets to total fair value of plan assets as at 31st March 2019

Particulars	Current Year	Previous Year
Obligation on the part of the Company	100%	100%

d) Reconciliation of the present value of defined benefit obligations and the fair value of plan assets

Particulars	Current Year	Previous Year
Present value of funded obligations as at the end of the year	3,36,808	-
Fair value of plan assets as at the end of the year	-	-
Funded (Assets)/liability recognized in the Balance Sheet as	3,36,808	-
Present value of unfunded (assets) / obligations as at the end	3,36,808	-
Unrecognized past service cost	-	-
Unrecognized actuarial (gain)/loss	-	-
Unfunded net (Assets)/liability recognized in the Balance	3,36,808	-

e) Net employee benefit expense (Recognized in employment cost) for the year ended on 31st March 2019

Particulars	Current Year	Previous Year
Current Service Cost	12,777	-
Interest Cost	21,010	-
Expected return on plan assets	-	-
Net Actuarial (Gain) / Loss recognized in the year	32,966	-
Past Service cost	-	-
Net Gratuity (income) / expense	66,753	-

f) Detail of Present value of obligation, Plan Assets and Experience Adjustments

Particulars	Current Year	Previous Year
Present value of obligation	3,36,808	-
Fair value of plan assets	-	-
(Surplus) / Deficit	3,36,808	-
Experience Adjustment	-	-
(Gain)/ Loss on plan liabilities	-	-
(Gain)/ Loss on plan assets	-	-

g) Expected contributions to Gratuity Fund next year Rs. NIL (Previous Year Rs. NIL)**h) The liability for leave encashment and compensated absences as at year end is Rs. 31,909 (Previous year liability Rs. 39,761)**

35 Previous year's figures have been regrouped / rearranged wherever necessary to conform to the current year's presentation.

Place: Aurangabad
Date: 30.05.2019

Satish Kagliwal
Whole time Director
DIN: 00119601

Sweta Kagliwal
Director
DIN No.: 02052811

Sunil Dixit
Chief Finance Officer

Krutika Apte
Company Secretary

FORM A

1.	Name of the Company	TECHINDIA NIRMAN LIMITED
2.	Annual financial statements for the year ended	31 st March 2019
3.	Type of Audit qualification	NIL
4.	Frequency of qualification	NA
5.	Draw attention to relevant notes in the annual financial statements and management response to the qualification in the Directors report	NA
6.	Additional comments from the board/audit committee chair	NA
7.	To be signed by:	
	CEO/Managing Director	Mr. Satish Kagliwal Managing Director
	CFO	Mr. Sunil Dixit CFO
	Auditors of the Company	For Ashok R Majethia Chartered Accountants FRN 127769W
	Audit Committee Chairman	Ashok Majethia Proprietor Membership No 124781
		Mr. Kashinath Iyer Chairman, Audit Committee



Registered Office: Nath House, Nath Road, Aurangabad – 431005

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting venue)

ANNUAL GENERAL MEETING – Saturday, August 03 2019

Reg, Folio No./ DP ID & Client ID No.: _____ No. of shares held: _____

Name of the attending member (in block letters)

Name of proxy (in block letters, to be filled in by the proxy attending instead of the member)

I hereby record my presence at the Annual General Meeting of the Company at Nath House, Nath Road, Aurangabad – 431005 on Saturday, August 03, 2019 at 3.00 p.m.

Member’s / Proxy’s Signature

Notes:

- 1) Interested joint members may obtain attendance slips from the Registered Office of the Company.
- 2) Members / joint members / proxies are requested to bring this slip with them. Duplicate slips will not be issued at the entrance of the Auditorium.
- 3) The proxy form must be deposited so as to reach the Registered Office of the Company not less than FORTY-EIGHTHOURS before the time of the Annual General Meeting.

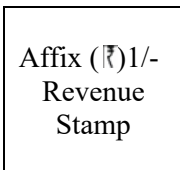
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PROXY FORM

Reg. Folio No. / DP ID & Client ID No.: _____ No. of shares held: _____

I/We _____ of _____ being a member / members of the above- named Company hereby appoint _____ of _____ of failing him / her _____ of _____ as my / our proxy to attend and vote for me / us on my / our behalf at the Annual General Meeting of the Company to be held at Nath House, Nath Road, Aurangabad – 431005 on Saturday, August 03, 2019 at 3.00 p.m.

Signature:



Date: