

# **15<sup>th</sup>**

## **Annual Report**

### **2016-2017**



**MONNET PROJECT DEVELOPERS LIMITED**

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# Corporate Information

## BOARD OF DIRECTORS

### Non-Executive Directors

Sandeep Jajodia  
Jagdamba Prasad Lath  
Rajiv Poddar  
Amitabh Sharma Mudgal  
Babika Goel

### Executive Directors

B.D. Bhardwaj

### Chief Financial Officer

Mohd. Arshad

### Company Secretary

Tanya

## AUDITORS

O.P. Bagla & Co.

Chartered Accountants, New Delhi

## REGISTERED OFFICE

Plot No. 216, Sector-C, Urla Industiral Complex,  
Raipur-493 221 (Chhatisgarh)

## INVESTOR SERVICES CENTRE

Monnet House, 11 Masjid Moth,  
Greater Kailash-II, New Delhi-110 048  
Phone: 011-29218542/ 43/ 44/ 45/ 46  
Fax: 011-29218541  
E-mail: [isc\\_mpd@monnetgroup.com](mailto:isc_mpd@monnetgroup.com)

## BOARD COMMITTEES

### Audit Committee

Rajiv Poddar	Chairman
J.P. Lath	Member
Amitabh S. Mudgal	Member

### Nomination and Remuneration Committee

Amitabh S. Mudgal	Chairman
Sandeep Jajodia	Member
Rajiv Poddar	Member

### Stakeholders Relationship Committee

Rajiv Poddar	Chairman
J.P. Lath	Member
Amitabh S. Mudgal	Member

## CORPORATE OFFICE

Monnet House, 11 Masjid Moth,  
Greater Kailash-II,  
New Delhi-110 048, India

## CORPORATE WEBSITE

[www.monnetgroup.com](http://www.monnetgroup.com)

# DIRECTOR'S REPORT

## To The Members,

Your Directors are pleased to present the 15<sup>th</sup> (Fifteenth) Annual Report on the business and operation of Monnet Project Developers Limited ("the Company") together with the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2017.

## 1. FINANCIAL SUMMARY

Particulars	Amount (Rs in lakhs)			
	Standalone		Consolidated	
	2016-17	2015-16	2016-17	2015-16
Gross Revenue	313.25	281.09	1608.32	891.63
Profit before tax (after Exceptional Item)	98.85	121.90	181.01	144.33
Tax Expenses (Including Deferred Tax)	19.00	25.33	40.32	17.89
Minority Interest and Share in Profit of Associates	-	-	-	-
Profit after Tax	79.85	97.54	140.69	126.44

## 2. FINANCIAL AND OPERATIONAL PERFORMANCE

### Standalone Financials

During the year under review, your Company's revenue from operations was Rs. 313.25 Lakhs. Further, in the Financial Year ended 31<sup>st</sup> March, 2017, the profit before tax (PBT) stands at Rs. 98.85 Lakhs as against Rs. 121.90 Lakhs in the previous year and profit after tax (PAT) was Rs. 79.85 Lakhs against Rs. 97.54 Lakhs in the previous financial year.

### Consolidated Financials

During the year under review, your Company's revenue from operations was Rs. 1608.32 Lakhs. Further, in the Financial Year ended 31<sup>st</sup> March, 2017, the profit before tax (PBT) stands at Rs. 181.01 lakhs as against Rs. 144.33 Lakhs in the previous year and profit after tax (PAT) was Rs. 140.69 Lakhs against Rs. 126.44 Lakhs in the previous financial year.

Further, there has been no change in the nature of business during the year under review.

## 3. DIVIDEND AND RESERVES

In view of the financial performance and inadequate profits during the year under review, your Directors have not recommended any dividend and have not transferred any amount to reserve for the financial year 2016-17.

## 4. MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments have taken place between the end of financial year of the Company to which

balance sheet relates and date of report, which affects the financial position of the Company.

## 5. PUBLIC DEPOSITS

Your Company has neither accepted nor renewed any deposits falling within the purview of section 73 of the Act read with the Companies (Acceptance of Deposits) Rule 2014 during the year

There is no unclaimed or unpaid deposit lying with the Company.

## 6. SHARE CAPITAL

There was no change in the Company's share capital during year under review.

The authorized share capital of the Company as at 31<sup>st</sup> March, 2017 was Rs. 225,000,000/- (Rupees Twenty Two Crores Fifty Lakhs). The Company's Issued, Subscribed and Paid-up share capital as on 31<sup>st</sup> March, 2017 was Rs. 74,125,240/- (Rupees Seven Crores Forty One Lakhs Twenty Five Thousand Two Hundred and Forty Only), divided into 7,412,524 (Seventy Four Lakhs Twelve Thousand Five Hundred and Twenty Four) equity shares of Rs. 10/- (Rupees Ten Only) each.

## 7. SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES

As on March 31, 2017, your Company has one associate Company. The consolidated financial statements presented by the Company include financial information of its associate company and prepared in compliance with applicable Accounting Standards. A gist of financial performance of these companies is contained in form AOC-1 and forms the part of the financial statements of the Company and attached as **Annexure 1**.

## 8. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

No significant and material orders were passed by the Regulators, Courts or Tribunals impacting the going concern status and Company's operations in future. However, members' attention is drawn to the statement on contingent liabilities in the notes forming part of the Financial Statements.

## 9. DIRECTORS AND KEY MANAGERIAL PERSONNEL

### Directors Seeking Appointment/ Re-appointment

In accordance with the provisions of Section 152 of the Companies Act, 2013 and in terms of the

Articles of Association of the Company, Mr. Sandeep Jajodia (DIN: 00082869), Director, retires by rotation and being eligible has offered himself for re-appointment.

### **Key Managerial Personnel**

Pursuant to the provisions of Section 2(51) & 203 of the Companies Act, 2013, the Key Managerial Personnel (KMP) of the Company is:-

1. Mr. B.D. Bhardwaj- Whole Time Director
2. Mr. Mohd Arshad – Chief Financial Officer
3. Ms. Tanya – Company Secretary

Mr. Gaurav Gupta, Company Secretary resigned from the Company w.e.f. 26<sup>th</sup> June, 2017. Further, Ms. Tanya (Membership no.: ACS 45472) was appointed as Company Secretary of the Company w.e.f. 04<sup>th</sup> July, 2017.

During the period under review, with the approval of the shareholders of the Company Ms. Babika Goel and Mr. Amitabh Sharma Mudgal were appointed as Independent Directors w.e.f. 30<sup>th</sup> September, 2016 for a period of Five years.

Further, the directors of the Company are not related to each other in accordance with section 2(77) of the Companies Act, 2013 and Rule 4 of the Companies (Specification of Definitions Details) Rules, 2014.

### **10. STATEMENT ON INDEPENDENCE OF DIRECTORS**

All independent directors have given declarations that they meet the eligible criteria of independence as provided in sub-section (6) of section 149 of the Companies Act, 2013 and Regulation 16(b) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015.

As required under Regulation 26 of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 the required details of directors appointed/ reappointed in the ensuing Annual General Meeting (AGM) of the Company is annexed with the Notice of said AGM.

### **11. RELATED PARTY TRANSACTIONS**

All related party transactions entered during the financial year ended March 31, 2017 under review were on arm's length basis and in the ordinary course of business and, therefore, do not attract the provisions of Section 188 of the Companies Act, 2013. Further, there were no materially significant transactions between the Company and related parties during the year under review and suitable disclosures as required by the Accounting Standard has been made in the notes to the accompanying Financial Statements. In this regard, disclosure in Form AOC-2 in

terms of Section 134(3)(h) of the Companies Act, 2013 is attached herewith as **Annexure - 2** and form part of the report.

The policy on Related Party Transactions as approved by the Board of Directors has been uploaded on the website of the Company viz: [http://www.monnetgroup.com/pdfs/others/mpdl/Policy\\_on\\_Related\\_Party\\_Transactions.pdf](http://www.monnetgroup.com/pdfs/others/mpdl/Policy_on_Related_Party_Transactions.pdf)

### **12. AUDITORS**

#### **i) Statutory Auditor**

At the Annual General Meeting held on September 27, 2014, M/s. O.P. Bagla & Co., Chartered Accountants (Firm Registration No. 000018N) were appointed as the Statutory Auditors of the Company to hold the office till the conclusion of Annual General Meeting to be held in the calendar year 2017, subject to the ratification of shareholders at every Annual General Meeting.

In terms of Section 139, no listed company shall appoint or reappoint an audit firm in the same company for more than two terms of five consecutive years. Every company, which was falling under the provisions of this Act was required to comply the same within three years of commencement of the Companies Act, 2013. Therefore, the existing statutory auditor of the Company, M/s O.P. Bagla & Company, Statutory Auditors can only be appointed for maximum tenure of three years. As such they are not eligible for being reappointed as Statutory Auditor of the Company.

Therefore, pursuant to recommendation of the Audit Committee of the Board of Directors, M/s APAS & Co., Chartered Accountants (Registration No.000340C), be and hereby proposed to be appointed as Auditors of the Company, to hold such office from conclusion of ensuing Annual General Meeting until conclusion of 20<sup>th</sup> Annual General Meeting, (subject to ratification of the appointment by the members at every AGM held after this AGM) to conduct audit.

The Auditors report is without any qualifications and notes to the accounts as referred in the Auditors Report are self-explanatory and therefore, do not call for any further comments or explanations.

#### **ii) Secretarial Auditor**

Pursuant to Section 204 of the Companies Act, 2013, the Company had appointed M/s Sanjay

Grover & Associates, Practicing Company Secretaries as its Secretarial Auditor of the Company to conduct the Secretarial Audit of the Company for FY 2016-2017. The Report of Secretarial Auditor (Form MR-3) for the FY 2016-2017 is annexed to the report as **Annexure 3**.

The Secretarial Audit Report for the financial year ended March 31, 2017 does not contain any adverse remark and it is self-explanatory

### iii) Internal Auditor

Pursuant to section 138 of Companies Act, 2013, the Company had appointed M/s Krishan Rakesh & Co. (Firm registration No 009088N) as Internal Auditors of the Company in its Board Meeting held on 08<sup>th</sup> August 2016 for the financial year 2016-17.

## 13. DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- a. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at the end of the Financial Year 2016-17 and of the profit and loss of the Company for that period;
- c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the annual accounts have been prepared on a going concern basis;
- e. the Directors have laid down internal financial controls to be followed by the Company and such internal Financial control are adequate and were operating effectively; and
- f. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

## 14. INTERNAL CONTROL SYSTEMS AND ITS ADEQUACY

Your Company has an effective internal control and risk-mitigation system, which are constantly assessed and strengthened with new/revised standard operating procedures. The Company's internal control system is commensurate with its size, scale and complexities of its operations. The internal and operational audit is entrusted to M/s Krishan Rakesh & Co., Chartered Accountants. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry.

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal Control systems and suggests improvements to strengthen the same. The Company has a robust Management information System which is an integral part of the control mechanism.

The Audit Committee of the Board of Directors, Statutory Auditors and the Business Heads are periodically apprised of the internal audit findings and corrective actions taken. Significant audit observations and corrective actions taken by the management are presented to the Audit Committee of the Board. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee.

## 15. PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Pursuant to applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, the Board 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

Schedule IV to the Companies Act, 2013 also provides for the performance evaluation of Independent Directors by the entire Board of Directors, excluding the Directors being evaluated.

After performance evaluation of the Independent Directors, 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.

The manner in which the evaluation of the Board, its Committees and individual Directors has been carried out is explained in the Corporate Governance Report which forms part of this Annual Report.

## 16. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the year, 4(four) Board Meetings were duly convened and held, the details of which are given in the Corporate Governance Report which forms part of this Annual Report.

## 17. COMMITTEES OF THE BOARD

The Board of Directors has the following Committees:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders' Relationship Committee
4. Executive Committee

The details of the Committees along with their composition, number of meetings, terms of reference and attendance of members at the meetings are provided in the Corporate Governance Report which forms part of this Annual Report. Further, during the year review, the board has accepted all the recommendations of the Audit Committee.

## 18. CORPORATE SOCIAL RESPONSIBILITY (CSR):

The Company, at present, does not fall in any of the criteria(s) as provided under section 135 of the Companies Act, 2013 and Rules made there under. Hence the provisions of Corporate Social Responsibility are not applicable on the Company.

## 19. LISTING OF SHARES

The Company's Equity Shares are presently listed at BSE Ltd, Mumbai. The Listing Fees for the financial year 2017-18 has been paid to BSE Limited.

### BSE Ltd.

Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai – 400 001  
Website : [www.bseindia.com](http://www.bseindia.com)

Further, the details in relation to listing of shares are given in the Corporate Governance Report attached with the Board Report.

## 20. MANAGEMENT DISCUSSION & ANALYSIS REPORT

A detailed analysis of your Company's performance is discussed in the Management Discussion and Analysis Report as stipulated under Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, which forms part of this Annual Report as **Annexure 4**.

## 21. RISK MANAGEMENT POLICY

Your Company's Risk Management Policy is backed by strong internal control systems. The risk management framework consists of policies and procedures framed at management level and strictly adhered to and monitored at all levels. The framework also defines the risk management approach across the enterprise at various levels. Risk management is embedded in our critical business activities, functions and processes. The risks are reviewed for change in the nature and extent of the major risks identified since the last assessment. It also provides control measures for risk and future action plans.

The internal audit team periodically visits the divisions and carries out audit. The findings are periodically reviewed by the Board and Audit Committee with emphasis on maintaining its effectiveness in dynamic business environment.

## 22. DISCLOSURES-

### DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

The Statutory Auditors, Secretarial Auditors, or Internal Auditors of the Company have not reported any frauds to the Audit Committee or to the Board of Directors under Section 143(12) of the Companies Act, 2013, including rules made thereunder.

### STOCK OPTIONS SCHEME

The Company does not have any Scheme of Stock Option for its employees, Directors etc.

### DISCLOSURE UNDER SECTION 43(A)(III) AND SECTION 54(1)(D) OF THE COMPANIES ACT, 2013

During the year under review, the Company has not issued any shares with differential voting rights and sweat equity shares and hence, no information as required under Section 43(a)(iii) & Section 54(1)(d) of the Companies Act, 2013 read with applicable rules is required to be disclosed.

### EXTRACT OF ANNUAL RETURN

In accordance with the provisions of Section 134(3)(a) of the Companies Act, 2013, the extract of the annual return in Form No. MGT – 9 is annexed as **Annexure 5** here to and forms a part of this report.

### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

In accordance with the provisions of Section 134(3)(g) of the Companies Act, 2013, details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 for the year are given in the notes to the financial statements.

## NOMINATION AND REMUNERATION POLICY

The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial personnel and their remuneration as well as policy on other employees remuneration. The Brief terms of policy is stated on the website: [http://www.monnetgroup.com/pdfs/others/mpdl/Nomination\\_and\\_Remuneration\\_Policy.pdf](http://www.monnetgroup.com/pdfs/others/mpdl/Nomination_and_Remuneration_Policy.pdf)

## AUDIT COMMITTEE

The details pertaining to composition of audit committee are included in the Corporate Governance Report, which forms part of this report.

## VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has a vigil mechanism named Vigil Mechanism / Whistle Blower Policy to deal with instances of fraud and mismanagement, if any. Details of the same are given in the Corporate Governance Report. The same has also been displayed on the website of the Company and the link for the same is [http://www.monnetgroup.com/pdfs/others/mpdl/Policy\\_Vigil\\_Mechanism.pdf](http://www.monnetgroup.com/pdfs/others/mpdl/Policy_Vigil_Mechanism.pdf)

## DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company has laid down Sexual Harassment policy on Gender Equality, Gender Protection, Prevention of Sexual Harassment and Redressal System in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, apprenticeship) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed off during the year under review-

- No. of complaints received: Nil
- No. of complaints disposed off : NA

## PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act, read with Rule 5(1)/(2)/(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed to this report as **Annexure-6**.

## CORPORATE GOVERNANCE REPORT

Your Company has complied with requirements of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A report on the Corporate Governance practices followed by the Company, together with a certificate from the Company's Auditors confirming compliance forms part of this report as **Annexure-7**.

## 23. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

Information under Section 134(3)(m) of the Companies Act, 2013, read with rule 8(3) of the Companies (Accounts) Rules, 2014 is given below:

**A. Conservation of Energy**-The Company has taken a number of steps to improve the conservation of energy by increasing the efficiency of raw material inputs in ferro alloys generation and by reducing/eliminating consumption wastages. Conservation of energy and improving the efficiency of existing resources are continuing processes and form an integral part of responsibilities of departmental heads and the Company had not made any major capital investment on energy conservation equipments.

### B. Technology Absorption-

i. Efforts in brief made towards technology absorption

As technologies change rapidly, your Company recognizes the need to invest in new emerging technologies to leverage them for improving productivity, quality and reach to new customers. It is essential to have a technology infrastructure that is at par with the best in the world. Your Company thus follows a practice of upgrading computing equipment on an ongoing basis.

ii. Benefits derived like product improvement, cost reduction, product development or import substitution: NIL

iii. In case of imported technology (imported during the last three financial year reckoned from the beginning of the financial year)

(a) Technology Imported: NIL

(b) Year of Import: NIL

(c) Whether the technology has fully been absorbed: NIL

(d) If not fully absorbed, area where absorption has not taken place and reason thereof: NIL

iv. Expenditure incurred on Research and Development: NIL



**C. Foreign Exchange Earnings And Outgo- Not  
Applicable**

**24. CAUTIONARY NOTE**

Certain Statements in the 'Management Discussion and Analysis' section may be forward-looking and are stated as required by applicable laws and regulations. Many factors may affect the actual results, which would be different from what the Directors envisage in terms of the future performance and outlook. Investors are cautioned that this discussion contains forward looking Statement that involve risks and uncertainties including, but not limited to, risks inherent in the Company's growth strategy, dependence on certain businesses, dependence on availability of qualified and trained manpower and other factors discussed. The discussion and analysis should be read in conjunction with the Company's Financial Statements and notes on accounts.

**25. ACKNOWLEDGMENT**

Your Directors thank various Central and State Government Departments, Organizations and Agencies for the continued help and co-operation extended by them. The Directors also gratefully acknowledge all stakeholders of the Company viz. customers, members, dealers, vendors, banks and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company.

**For and on behalf of the Board  
Monnet Project Developers Limited**

**(J.P. Lath) (Braham Dutt Bhardwaj)**

**Place: New Delhi      Director      Whole Time Director**  
**Date: 09.08.2017      DIN: 00380076      DIN: 01779434**

**FORM NO. AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

[Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures]

**Part "A": Subsidiaries**

(Information in Respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	1
Name of subsidiary	<b>NOT APPLICABLE</b>
Reporting period for the subsidiary concerned	
Reporting Currency and exchange rate as on last date of the financial year in case of foreign subsidiaries	
Share capital	
Reserves and surplus	
Total asset	
Total liabilities	
Investments	
Turnover	
Profit before taxation	
Provision for taxation	
Profit after taxation	
Proposed Dividend	
% of shareholding	

Additional Disclosure	Name of the Subsidiaries
Subsidiaries which are yet to commence operations	NIL
Subsidiaries sold or Liquidated during the year	NIL

### **Part "B": Associates/Joint ventures**

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	Galaxy Monnet Infraheights Limited
1. Latest audited Balance Sheet Date	31.03.2017
2. Date on which the Associate or Joint Venture was associated or acquired	23 September, 2010
3. Shares of Associate/Joint Ventures held by the company on the year end	
No.	15,00,000
Amount of Investment in Associates/Joint Venture	1,50,00,000
Extend of Holding %	50.00%
4. Description of how there is significant influence	% age of Shareholding
5. Reason why the associate/joint venture is not Consolidated	NA
6. Networth attributable to Shareholding as per latest audited Balance Sheet	5,26,00,866
7. Profit / Loss for the year	
i. Considered in Consolidation	68,69,505
ii. Not Considered in Consolidation	68,69,505
<b>Total</b>	<b>1,37,39,010</b>

Additional Disclosure	Name of the Associates or Joint Ventures
i. Name of Associates or Joint Ventures which are yet to commence operations	NIL
ii. Name of Associates or Joint Ventures which have been Liquidated or sold during the year	NIL

**For and on behalf of the Board  
MONNET PROJECT DEVELOPERS LIMITED**

Place: New Delhi  
Date: 09.08.2017

(J.P. Lath)  
Director  
DIN: 00380076

(Braham Dutt Bhardwaj)  
Whole Time Director  
DIN: 01779434

**Form No. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

**1. Details of contracts or arrangements or transactions not at arm's length basis**

a) Name(s) of the related party and nature of relationship	N.A.
b) Nature of contracts/ arrangements/ transactions	
c) Duration of the contracts/ arrangements/ transactions	
d) Salient terms of the contracts or arrangements or transaction including the value, if any	
e) Justification for entering into such contracts or arrangements or transactions'	
f) Date of approval by the Board	
g) Amount paid as advances, if any	
h) Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

**2. Details of material contracts or arrangements or transactions at arm's length basis**

a) Name(s) of the related party and nature of relationship	N.A.
b) Nature of contracts/ arrangements/ transactions	
c) Duration of the contracts/ arrangements/ transactions	
d) Salient terms of the contracts or arrangements or transaction including the value, if any	
e) Date of approval by the Board	
f) Amount paid as advances, if any	

**For and on behalf of the Board  
MONNET PROJECT DEVELOPERS LIMITED**

**Place: New Delhi  
Date: 09.08.2017**

**(J.P. Lath)  
Director  
DIN: 00380076**

**(Braham Dutt Bhardwaj)  
Whole Time Director  
DIN: 01779434**

## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2017

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
**Monnet Project Developers Limited**  
(CIN: L70102CT2002PLC015040)  
Plot No. 216, Sector-C,  
Urla Industrial Complex, Raipur,  
Chhattisgarh-493221

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Monnet Project Developers Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

### We report that

- a) Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- b) We 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 the secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
- c) We have not verified the correctness and appropriateness of the financial statements of the Company.
- d) Wherever required, we have obtained the Management representation about the compliances of laws, rules and regulations and happening of events etc.
- e) The compliance of the provisions of the Corporate and other applicable laws, rules, regulation, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

- f) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Based on our 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, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2017 ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made here in after:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on 31<sup>st</sup> March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (wherever applicable);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) \*The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (d) \*The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

- (e) \*The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client;
- (g) \*The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (h) \*The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; and
- (i) The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

\* No event took place under these regulations during the Audit period.

We have also examined compliance with the applicable clauses of the Secretarial Standard on Meetings of the Board of Directors and on General Meetings issued by the Institute of Company Secretaries of India, with which the Company has generally complied.

During the audit period under review, the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines, to the extent applicable.

- (vi) The Company is engaged in the business of construction and selling residential, commercial and retails properties in NCT of Delhi and Haryana. As informed by the management, following are some of the laws which are specifically applicable to the company:-

- The Ancient Monuments and Archeological Sites and Remains Act, 1958;
- Haryana Development & Regulation of Urban Areas Act, 1975;
- Control of National Highways (Land & Traffic) Act, 1958; and
- Haryana Apartment Ownership Act, 1983.

We have checked the compliance management system of the Company to obtain reasonable assurance about the adequacy of systems in place to ensure compliance of specifically applicable laws and this verification was done on test basis. In our opinion and to the best of our information and according to explanations given to us, we believe that the compliance management system of the Company is adequate to ensure compliance of laws specifically applicable to the Company, which can be further strengthened.

**We further report that** the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the audit period were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda are sent in advance of the meetings and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting.

Board decisions are carried out with unanimous consent and therefore, no dissenting views were required to be captured and recorded as part of the minutes.

**We further report that** there are 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.

**For Sanjay Grover & Associates**  
**Companies Secretaries**  
**Firm Registration No. P2001DE052900**

**Place: New Delhi**  
**Date: 09.08.2017**

**Kumar Gaurav**  
**Partner**  
**CP No.:16188**

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The management of Monnet Project Developers Limited is pleased to present its analysis report on its performance and future outlook.

### **❖ INDUSTRY OVERVIEW**

#### **Structure**

Real Estate it is the second largest employer after agriculture and is slated to grow at 30 per cent over the next decade. It comprises four sub sectors - housing, retail, hospitality, and commercial. The growth of this sector is well complemented by the growth of the corporate environment and the demand for office space as well as urban and semi-urban accommodations. The Indian real estate market size is expected to touch US\$ 180 billion by 2020. The housing sector alone contributes 5-6 per cent to the country's gross domestic product (GDP).

### **❖ OPPORTUNITIES AND THREATS**

The Company is exploring through various means to utilize the opportunities available to carry on the objects for the growth of the Company.

### **❖ SEGMENT WISE REPORTING**

During the year under review, Company has received the income interest from banks. Financial performance with respect to operational performance is as follows:-

The financial highlights are as under: -

	(Rs. in lakhs)
Sales for the year 2016-17	Nil
Profit after tax	79.85
Paid up equity share capital as on 31 <sup>st</sup> March, 2017	741.25

### **❖ OUTLOOK**

The real estate sector in India has provided ample opportunity with the liberalization of the economy. With the increased demand of commercial and residential property, the company is confident that the ever expanding market for the real estate shall provide a good business opportunity to the company to gain its share in the market.

### **❖ RISKS AND CONCERNS**

In any business, risks and prospects are inseparable. As a responsible management, the Company's principal endeavour is to maximize returns. The Company continues to take all steps necessary to minimise its expenses through detailed studies and interaction with experts.

### **❖ INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The Company has adequate internal control system, commensurate with the size of its operations. Adequate records and documents are maintained as required by laws. The Company's audit Committee reviewed the internal control system. All efforts are being made to make the internal control systems more effective.

### **❖ DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE.**

Company is engaged in the business of Real Estate but the revenue is generated from the interest income received from loans or advances given to associates. Income of the Company has been at Rs. 281.09 Lakhs. The company has earned profit of Rs. 97.53 Lakhs

### **❖ MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED**

The company recognizes the fact that manpower is the most vital resource for the real estate sector. The company ensures that its employees are provided the best working environment and compensated with attractive remunerations. Employees are encouraged to be innovative and involved to pursue their goals which are allied with the larger interest of the company. Since the operations of the company are not going on large scale presently, therefore, only eight employees are employed by the company.

### **❖ DISCLOSURE OF ACCOUNTING TREATMENT**

The financial statement of the company is prepared as per the prescribed accounting standards and reflects true & fair view of the business transactions and there is no division in the following the treatment prescribed in any Accounting Standard(AS) in the preparation of financial statements of the Company.

### **❖ CAUTIONARY STATEMENT**

Certain statements made in the management discussion and analysis report relating to the Company's objectives,

projections, outlook, expectations, estimates and others may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ from such expectations whether expressed or implied. Several factors could make significant difference to the Company's operations. These include climatic and economic conditions affecting demand and supply, government regulations and taxation, natural calamities over which the Company does not have any direct control.

**For and on behalf of the Board  
MONNET PROJECT DEVELOPERS LIMITED**

**Place: New Delhi  
Date: 09.08.2017**

**(J.P. Lath)  
Director  
DIN: 00380076**

**(Braham Dutt Bhardwaj)  
Whole Time Director  
DIN: 01779434**



**FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN**

**As on financial year ended on 31<sup>st</sup> March, 2017**

[Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014]

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	L70102CT2002PLC015040
2.	Registration Date	22/03/2002
3.	Name of the Company	Monnet Project Developers Limited
4.	Category/Sub-category of the Company	Company Limited by shares/Indian Non-Government Company
5.	Address of the Registered office & contact details	Plot No-216, Sector-C, Urla Industrial Complex, Raipur, Chhattisgarh - 493221 Ph:011-29218542/43, Fax:011-29218541 Email: isc_mpd@monnetgroup.com
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	MCS SHARE TRANSFER AGENT LTD F-65, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi: 110020. Ph.: 011-41406149 Fax: 011-41709881 Email : admin@mcsregistrars.com Website: www.mcsregistrar.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

The Company is under implementation of its projects. Hence no income from main activity is generated.

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANY:**

S.No.	Name and Address of the Company	CIN	Holding/Subsidiary/ Associate	% of Shares held	Applicable Section
1	Galaxy Monnet Infraheights Limited	U70100DL2010PLC207989	Associate	50.00	2(6)

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

Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
a) Individual/ HUF	327602	0	327602	4.42	327602	0	327602	4.42	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00

Category of Shareholders	No. of Shares held at the beginning of the year[As on 01-April-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
c) State Govt. (s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	5230128	0	5230128	70.56	5230128	0	5230128	70.56	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (A)(1)	5557730	0	5557730	74.98	5557730	0	5557730	74.98	0.00
(2) Foreign									
a) NRIs-Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (A)(2)	0	0	0	0.00	0	0	0	0.00	0.00
<b>Total shareholding of Promoter(A)=(A)(1)+(A)(2)</b>	<b>5557730</b>	<b>0</b>	<b>5557730</b>	<b>74.98</b>	<b>5557730</b>	<b>0</b>	<b>5557730</b>	<b>74.98</b>	<b>0.00</b>
B. Public Shareholding									
1. Institutions									
a) Mutual Funds/UTI	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	420706	11880	432586	5.84	150000	0	150000	2.02	3.81
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	246023	0	246023	3.32	246023	0	246023	3.32	0.00
g) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (B)(1):-</b>	<b>666729</b>	<b>11880</b>	<b>678609</b>	<b>9.15</b>	<b>396023</b>	<b>0</b>	<b>396023</b>	<b>5.34</b>	<b>3.81</b>
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	376763	60000	436763	5.89	431950	69120	501070	6.76	(0.87)
ii) Overseas	0	60000	60000	0.81	0	60000	60000	0.81	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	339124	69730	408854	5.52	490421	69610	560031	7.56	(2.04)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	240032	0	240032	3.24	302716	0	302716	4.08	(0.85)
c) Others (specify)									
i) Non Resident Indians	1676	28860	30536	0.41	6094	28860	34954	0.47	(0.06)
<b>Sub-total (B)(2):-</b>	<b>957595</b>	<b>218590</b>	<b>1176185</b>	<b>15.87</b>	<b>1231181</b>	<b>227590</b>	<b>1458771</b>	<b>19.68</b>	<b>(3.81)</b>
Total Public Shareholding (B)=(B)(1)+ (B)(2)	1624324	230470	1854794	25.02	1627204	227590	1854794	25.02	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
<b>Grand Total (A+B+C)</b>	<b>7182054</b>	<b>230470</b>	<b>7412524</b>	<b>100.00</b>	<b>7184934</b>	<b>227590</b>	<b>7412524</b>	<b>100</b>	<b>0.00</b>

**B) Shareholding of Promoter-**

S.No.	Shareholder's Name	Shareholding at the beginning of the year 01.04.2016			Shareholding at the end of the year 31.03.2017			% change in shareholding 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	Cecil Webber Engineering Limited	1328267	17.92	0.00	1328267	17.92	0.00	0.00
2	Pavitra Commercial Limited	1199980	16.19	0.00	1199980	16.19	0.00	0.00
3	Monnet Properties Private Limited	17400	0.23	0.00	17400	0.23	0.00	0.00
4	Kamdhenu Enterprises Ltd.	2563798	34.59	0.00	2563798	34.59	0.00	0.00
5	Mahendra Shipping Limited	12527	0.17	0.00	12527	0.17	0.00	0.00
6	Paras Traders Private Limited	2620	0.04	0.00	2620	0.04	0.00	0.00
7	Trustwell Holdings Limited	156	0.00	0.00	156	0.00	0.00	0.00
8	Harshwardhan Leasing Ltd.	870	0.01	0.00	870	0.01	0.00	0.00
9	Monnet International Limited	104510	1.41	0.00	104510	1.41	0.00	0.00
10	Sandeep Jajodia (HUF)	16680	0.23	0.00	16680	0.23	0.00	0.00
11	Sandeep Jajodia	72236	0.97	0.00	72236	0.97	0.00	0.00
12	Seema Jajodia	33006	0.45	0.00	33006	0.45	0.00	0.00
13	Nikunj Jajodia	16680	0.23	0.00	16680	0.23	0.00	0.00
14	Nikita Jajodia	175800	2.37	0.00	175800	2.37	0.00	0.00
15	Mahendra Kumar Jajodia	1800	0.02	0.00	1800	0.02	0.00	0.00
16	Sudha Jajodia	11400	0.15	0.00	11400	0.15	0.00	0.00
	<b>Total</b>	<b>5557730</b>	<b>74.98</b>	<b>0.00</b>	<b>5557730</b>	<b>74.98</b>	<b>0.00</b>	<b>0.00</b>

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

S.No.	Particulars	Shareholding at the beginning of the year(01.04.2016)		Cumulative Shareholding during the year(31.03.2017)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	5557730	74.98	5557730	74.98
	Change in the promoters shareholding	0	0	0	0
	At the end of the year	5557730	74.98	5557730	74.98

**D) Shareholding Pattern of top ten Shareholders:**

**(Other than Directors, Promoters and Holders of GDRs and ADRs):**

S. No.	Shareholder's Name	No. of Shares at the beginning of the year (01.04.2016)	% of total shares of the company	Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shares during the year	% of total shares of the company during the year
1	The Oriental Insurance Company Limited	150000	2.02					
				29.07.2016	-85600	Sale	64400	0.87
				19.08.2016	85600	Purchase	150000	2.02
	At the end of the year (31.03.2017)						150000	2.02
2	ICICI Bank Ltd	150000	2.02					
				29.07.2016	-27750	Sale	122250	1.65
				19.08.2016	27750	Purchase	150000	2.02
	At the end of the year (31.03.2017)						150000	2.02
3	Baba Commercial & Finvest Private Limited	103179	1.39	No change			103179	1.39
4	Sangeetha S	92710	1.25	No change			92710	1.25
5	Roger Engineering Private Limited	84230	1.14	No change			84230	1.14
6	Life Insurance Corporation Of India	62023	0.84					
				29.07.2016	-59123	Sale	2900	0.04
				19.08.2016	59123	Purchase	62023	0.84
	At the end of the year (31.03.2017)						62023	0.84
7	Hind Strategic Investments	60000	0.80	No change			60000	0.80
8	Vindhyachal Properties Private Limited	60000	0.81	No change			60000	0.81
9	Kismat Broadcasting Company Pvt Ltd	60000	0.81	No change			60000	0.81
10	Annapurna International Private Ltd	32132	0.43	No change			32132	0.43
	<b>Total</b>						<b>551573</b>	<b>7.44</b>

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

S. No.	Shareholding of Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	<b>Sandeep Jajodia</b>				
	At the beginning of the year	72,236	1.01	72,236	1.01
	Increase & decrease in shareholding during the year	NIL			
	At the end of the year	72,236	1.01	72,236	1.01
2.	<b>J. P. Lath</b>				
	At the beginning of the year	160	0.00	160	0.00
	Increase & decrease in shareholding during the year	NIL			
	At the end of the year	160	0.00	160	0.00

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Indebtedness Total
Indebtedness at the beginning of the financial year				
i) Principal Amount	0.00	0.00	0.00	0.00
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)	0.00	0.00	0.00	0.00
Change in Indebtedness during the financial year				
* Addition	0.00	10,000,000	0.00	0.00
* Reduction	0.00	0.00	0.00	0.00
Net Change	0.00	10,000,000	0.00	0.00
Indebtedness at the end of the financial year				
i) Principal Amount	0.00	10,000,000	0.00	0.00
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)	0.00	10,000,000	0.00	0.00

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

(Amount in Rs.)

S.N.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		B.D. Bhardwaj	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		
2	Stock Option		
3	Sweat Equity		
4	Commission - as % of profit - others, specify...		
5	Others, please specify		
	Total	NIL	NIL
	Overall Ceiling as per the Act	As per companies Act, 2013	

**B. Remuneration to other directors**

				(Amount in Rs.)
S.No.	Particulars of Remuneration	Name of Directors		Total Amount
1	Independent Directors	Rajiv Poddar	Babika Goel	
	Fee for attending board committee meetings	4000	4000	8000
	Commission			
	Others, please specify			
	Total (1)	4000	4000	
2	Other Non-Executive Directors	Sandeep Jajodia		
	Fee for attending board committee meetings	4000		4000
	Commission			
	Others, please specify			
	Total (2)	4000		
	Total=(1+2)	12000		12000
	Total Managerial Remuneration	NIL		NIL
	Overall Ceiling as per the Act	As per Companies Act 2013		

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

S.No.	Particulars of Remuneration	Key Managerial Personnel		
		Gaurav Gupta* (CS)	Mohd. Arshad (CFO)	Total
1	Gross salary	2,94,544	2,39,792	5,34,336
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total	2,94,544	2,39,792	5,34,336

\* Mr. Gaurav Gupta resigned from the post of Company Secretary w.e.f. 26.06.2017

**VII. Penalties / Punishment/ Compounding of Offences under the Companies Act, 1956 and Companies Act, 2013 - NIL**

For and on behalf of the Board  
MONNET PROJECT DEVELOPERS LIMITED

Place: New Delhi  
Date: 09.08.2017

(J.P. Lath)  
Director  
DIN: 00380076

(Braham Dutt Bhardwaj)  
Whole Time Director  
DIN: 01779434

**DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014, AS AMENDED**

Required Disclosures are as under:-

1. The ratio of the remuneration of each director to the median remuneration of the employees of the Company, the percentage increase in remuneration of each director, chief executive officer, chief financial officer, Company Secretary in the financial year 2016-17:

(Amount in Rs.)					
Sr. No.	Name & Designation of Director/KMP	Remuneration of Director / KMP for financial year 2016-17	Ratio of remuneration of each Director/KMP to median remuneration of employees	% increase in Remuneration of each Director, chief executive officer, chief financial officer, secretary	% increase in the median remuneration of employees in the financial year 2016-17
1	Jagdamba Prasad Lath (Director)	Nil	NA	NA	<b>110.06%</b>
2	Sandeep Jajodia (Director)	Nil	NA	NA	
3	Amitabh Sharma Mudgal (Director)	Nil	NA	NA	
4	Babika Goel (Director)	Nil	NA	NA	
5	Rajiv Poddar (Director)	Nil	NA	NA	
6	B. D. Bhardwaj (Whole-time Director)	Nil	NA	NA	
7	Mohd. Arshad (Chief Financial Officer)	2,39,792	0.41:1	0.27%	
8	Gaurav Gupta* (Company Secretary)	2,94,544	0.51:1	48.28%	

\*Mr. Gaurav Gupta resigned from the post of Company Secretary of the Company w.e.f. 26.06.2017

2. The median remuneration of employees of the Company was Rs. 5,77,923 p.a.
  - i. For this purpose, Sitting Fees paid to the Directors have not been considered as remuneration.
  - ii. Figures have been rounded off wherever necessary.

The number of permanent employees on the rolls of Company as on March 31, 2017	8
Average Increase/ (decrease) in the salaries of employees other than the managerial personnel in FY 2016-17-	(75.63%)
Whereas the increase in the managerial remuneration for the same financial year was-	N.A.
The key parameters for any variable component of remuneration availed by the directors.	Not Applicable
Affirmation that Remuneration paid by the company is as per the Remuneration policy of the company	It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

**For and on behalf of the Board  
MONNET PROJECT DEVELOPERS LIMITED**

Place: New Delhi  
Date: 09.08.2017

(J.P. Lath)  
Director  
DIN: 00380076

(Braham Dutt Bhardwaj)  
Whole Time Director  
DIN: 01779434

**PARTICULARS OF EMPLOYEES DRAWING REMUNERATION IN EXCESS OF THE LIMITS SET OUT IN RULE 5(2)& (3) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014, AS AMENDED, AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED ON MARCH 31, 2017**

**A. The name of top 10 employees in terms of remuneration drawn:-**

<b>Name of the employee</b>	Mr. C.P. Baid	Mr. Nikunj Jajodia	Mr. Mohd. Arshad	Mr. Gaurav Gupta	Mr. Rajesh Kaushal	Ms. Sonia Pawar	Mr. Sanjay Kumar	Mr. Prabhat Singh
<b>designation of the employee;</b>	Director Technical	Dy. Manager	Executive	Company Secretary	Project Manager	Executive	Manager Civil	Supervisor
<b>remuneration received;</b>	4901463	598880	239792	294544	861301	213880	109296	39299
<b>nature of employment, whether contractual or otherwise;</b>	Perman-ent	Perman-ent	Perman-ent	Perman-ent	Perman-ent	Perman-ent	Perman-ent	Perman-ent
<b>qualifications and experience of the employee;</b>	MBA, BE 42 Years	Graduate 3 Years	PGDM 6 Years	CS 2 Years	B.Tech Civil 21 Years	Graduate 11 Years	Diploma 16 Years	Graduate 9 Years
<b>date of commencement of employment;</b>	01.04. 2015	01.10. 2015	01.08. 2014	23.05. 2015	03.08. 2015	01.01. 2017	01.02. 2017	01.02. 2017
<b>the age of such employee;</b>	64 Years	26 Years	34 Years	26 Years	52 Years	36 Years	41 Years	31 Years
<b>the last employment held by such employee before joining the company;</b>	Monnet Ispat & Energy Ltd.	Monnet Ispat & Energy Ltd.	Lenco Infratech Limited	NA	Parsvnath Developers Ltd.	Monnet Ispat & Energy Ltd.	Supertech Ltd.	Amrapali Ltd.
<b>the percentage of equity shares held by the employee in the company</b>	Nil	0.23%	Nil	Nil	Nil	Nil	Nil	Nil
<b>whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager:</b>	NO	Sh. Sandeep Jajodia	No	No	No	No	No	No



- B. Employed throughout the year and were in receipt of remuneration of not less than Rs. 1,02,00,000 (One crore and two lacs) Per Annum- NIL
- C. Employed throughout the year and were in receipt of remuneration of not less than Rs. 8,50,000 (Eight Lakh and Fifty Thousand) Per Month- NIL
- D. Employed throughout the financial year ended on 31<sup>st</sup> March, 2017 or part thereof was in receipt of Remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate is in excess of that drawn by the Managing Director or WTD or Manager and holds by himself or alongwith his spouse and dependent children, not less 2% of the equity shares of the company- NIL

For and on behalf of the Board  
**MONNET PROJECT DEVELOPERS LIMITED**

Place: New Delhi  
Date: 09.08.2017

(J.P. Lath)  
Director  
DIN: 00380076

(Braham Dutt Bhardwaj)  
Whole Time Director  
DIN: 01779434

## **CORPORATE GOVERNANCE REPORT FOR THE YEAR 2016-17**

### **1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

Monnet believes that Corporate Governance is a set of guidelines to help fulfill its responsibilities to all its stakeholders. The Company is committed to sound corporate practices based on conscience, openness, fairness, professionalism and accountability in building confidence of its various stakeholders in it thereby paving the way for its long term success. The Company further exercises its fiduciary responsibilities in the widest sense of the term. In the same spirit, timely and accurate disclosure of information regarding the financial position, performance, ownership and governance of the company is an important part of the Company's Corporate Governance.

The Board of Directors, guided by above philosophy, formulate strategies and policies having focus on optimizing value for various stakeholders like consumers, shareholders and the society at large. Your Company's Corporate Governance framework ensures that we share correct information regarding financials and performance as well as business of the Company.

### **2. BOARD OF DIRECTORS**

#### **A. Composition & Category of Directors**

The Company well recognized that an effective Board of Directors is a pre-requisite for strong and effective corporate governance. Our Board and Committees thereof are formed as per requirement of Companies Act, 2013 read with SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 which oversees how the Management serves and protects the interests of all the stakeholders.

The Company has a strong and a broad-based Composition of Directors on its Board which consists of Six Directors with adequate blend of Professionals, Executive, Non-Executive Independent and a Woman Director which brings diversity on the Board. The details of each member of the Board along with the number of Directorship/Committee Membership in other Companies as at 31<sup>st</sup> March, 2017 are as follows:-

Name	Category	Designation	No. of Directorships in other Companies	No. of Committee Memberships in other Companies (excluding Private Companies, Section 8 & Foreign Companies)	
				As Member	As Chairman
<b>Sandeep Jajodia</b> (DIN 00082869)	Promoter Non-Executive	Director	4	1	0
<b>Amitabh S. Mudgal</b> (DIN 00468084)	Independent Non-Executive	Director	8	1	0
<b>J. P. Lath</b> (DIN 00380076)	Non-Independent Non-Executive	Director	6	5	3
<b>Babika Goel</b> (DIN 07060202)	Independent Non-Executive	Director	2	3	1
<b>Rajiv Poddar</b> (DIN 00171063)	Independent Non-Executive	Director	7	2	1
<b>Braham Dutt Bhardwaj</b> (DIN 01779434)	Professional Executive	Whole Time Director	10	0	0

- *The Committees considered for the purpose are those prescribed under Regulation 26 of the SEBI LODR Regulations viz. Audit Committee and Stakeholders' Relationship Committee of Indian Public Limited Companies (excluding Monnet Project Developers Limited).*
- *Directorships in other public Companies and Committee Memberships details are based on the disclosures received from the directors, as on March 31, 2017.*
- *Directorship in other Companies excludes Foreign Companies and Membership of Companies under Section 8 of the Companies Act, 2013.*

## B. Attendance of Directors

The details of attendance of Directors at the Board Meetings and Annual General Meeting held during the year ended March 31, 2017 are given below :—

Name of Director(s)	Board Meeting held on 27.05.2016	Board Meeting held on 08.08.2016	Board Meeting held on 14.11.2016	Board Meeting held on 13.02.2017	Whether attended AGM held on 30.09.2016
Sandeep Jajodia (DIN 00082869)	P	P	P	P	No
Amitabh S. Mudgal (DIN 00468084)	P	P	P	P	No
J. P. Lath (DIN 00380076)	P	P	P	P	Yes
Babika Goel (DIN 07060202)	P	P	P	P	No
Rajiv Poddar (DIN 00171063)	P	P	P	P	No
Braham Dutt Bhardwaj (DIN 01779434)	P	P	P	P	No

**Note:**

- “A” denotes Absence and “P” denotes Presence in the meeting.

- C. The Board of Directors meets at least once in a quarter to review the Company's performance and more often, if considered necessary, to transact any other business.
- D. All the Independent Directors fulfills the criteria of being independent as mentioned under Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with Section 149(6) of the Companies Act, 2013. The maximum tenure of Independent Directors is determined in accordance with the Companies Act, 2013. The Independent Directors have also confirmed that they meet with the criteria of independence laid down under the provisions of Companies Act, 2013 and the SEBI Listing Regulations.
- E. During the year, a meeting of Independent Directors was held on August 08, 2016. The Independent Directors, inter-alia, reviewed the performance of non-independent directors, Chairman of the Company and the Board as a whole. The Independent Directors also reviewed the quality, quantity and timeliness of flow of information between the Management and the Board and it's Committees which is necessary to effectively and reasonably perform and discharge their duties.
- F. The Company has issued formal letter of appointment to Independent Directors in the manner as provided in the Companies Act, 2013 and the terms and conditions of such appointment is disclosed on the website of the Company i.e. [www.monnetgroup.com](http://www.monnetgroup.com)
- G. The Company has also formulated familiarization programs to familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates etc. The details of such familiarization programs are also available on the website of the Company i.e. [http://www.monnetgroup.com/pdfs/code/FAMILIARISATION\\_PROGRAMME\\_FOR\\_INDEPENDENT\\_DIRECTORS.pdf](http://www.monnetgroup.com/pdfs/code/FAMILIARISATION_PROGRAMME_FOR_INDEPENDENT_DIRECTORS.pdf)
- H. None of the directors is a member of more than ten committees or acts as the chairman of more than five committees in all Public Companies in which they are Director. Necessary disclosures regarding Committee positions in other Public Companies as on March 31, 2017 have been made by the Director. Also, none of the Independent Directors serve as Independent Director in more than seven listed companies.
- I. Mr. J. P. Lath, Member of the Committee, attended the Annual General Meeting on behalf of Chairman of Audit Committee.
- J. Mr. J. P. Lath, Member of Stakeholders Relationship Committee attended the Annual General Meeting.
- K. None of the Non-Executive Directors of the Company hold any shares and convertible instruments in the Company except Mr. Jagdamba Prasad Lath, who holds 160 equity shares and Mr. Sandeep Jajodia, who holds 72,236 Equity

shares of the Company.

L. There is no relationship between directors inter-se.

**M. Annual Performance Evaluation & its criteria :-**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of the SEBI Listing Regulations and Guidance Note issued by SEBI Circular dated January 05, 2017, the Board has carried out the annual performance evaluation of its own performance, the Directors individually including independent directors as well as the evaluation of the working of its Audit, Nomination and Remuneration and Other Committees created as per Companies Act, 2013. A set of evaluation factors were prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of Individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

The performance evaluation criteria for Independent Directors are determined by the Nomination and Remuneration Committee. An indicative list of factors that may be evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behavior and judgment. The performance evaluation of Independent Directors was done by the entire Board of Directors and in the evaluation the directors who are subject to evaluation had not participated.

### **3. BOARD COMMITTEES**

The Board of Director has constituted Board Committees to deal with specific areas and activities which concern the Company and requires a closer review. The Board Committees are formed with the approval of the Board and function under their respective Charters. These Committees play an important role in the overall management of day-to-day affairs and governance of the Company. The Board Committees meet at a regular interval and take necessary steps to perform its duties entrusted by the Board. The Minutes of the Committee meetings are also placed before the Board in the next board meeting for noting. The Board currently has following Committees:

**A. Audit Committee**

Audit Committee of the Board of Directors ("the Audit Committee") is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The composition, quorum, powers, role and scope are in accordance with Section 177 of the Companies Act, 2013 read with the provisions of Regulation 18 of the Listing Regulation.

**i. Brief Description of Charter/terms of reference of Audit Committee-**

The brief Description of Charter/terms of reference of Audit Committee is broadly as under:

The primary objective of the Audit Committee is to monitor and provide an effective supervision of the management's financial reporting process, to ensure accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting. The Committee also oversees the work carried out in the financial reporting process by the management, the internal auditor, the statutory auditor and the secretarial auditor and notes the processes and safeguards employed by each of them.

**The terms of reference of the audit committee are as per the guidelines set out in Part C of Schedule II of the SEBI Listing Regulations, which *inter-alia* includes:**

- Oversight of the Company's financial reporting process and the disclosure of its financial information submitted to the Stock Exchanges, regulatory authorities or the public.
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company and Approval of payment for any other services rendered by the statutory auditors;
- Reviewing with the Management the quarterly unaudited financial statements and the Auditors' Limited Review Report thereon/audited annual financial statements and Auditors' Report thereon before submission to the Board for approval. This would, inter alia, include reviewing changes in the accounting policies and reasons for the same, major accounting estimates based on exercise of judgment by the Management, significant adjustments made in the financial statements and / or recommendation, if any, made by the Statutory Auditors in this regard.
- Review the Management Discussion & Analysis of financial and operational performance.
- Discuss with the Statutory Auditors its judgment about the quality and appropriateness of the Company's accounting principles.
- Review the investments made by the Company.

## ii. Composition of Audit Committee

The Audit Committee of the Board of Directors is constituted in line with the provisions of Regulation 18 of the SEBI Listing Regulations read with Section 177 of the Companies Act, 2013.

All members of the Audit Committee are financially literate and bring in expertise in the fields of Finance, Taxation, Economics, Risk and International Finance. It functions in accordance with its terms of reference that defines its authority, responsibility and reporting function. As at March 31, 2017, the Composition of Audit Committee consists of Mr. Rajiv Poddar as its Chairman with Mr. J. P. Lath and Mr. Amitabh Sharma Mudgal as its members. The Company Secretary of the Company acts as Secretary to the Committee.

The Audit Committee invites such executives, as it considers appropriate, representatives of Statutory Auditors and representatives of Internal Auditors to attend the meetings.

## iii. Audit Committee Meetings and Attendance :

The Audit Committee met four times during the Financial Year 2016-17. The maximum gap between two meetings was not more than 120 days. During the financial year 2016-17, total four meetings of the committee were held. The necessary quorum was present in the meeting. The Table below provides the Attendance of the Audit Committee members:

Name of Members	Date of Meeting(s)			
	27.05.2016	08.08.2016	14.11.2016	13.02.2017
Rajiv Poddar	P	P	P	P
Amitabh Sharma Mudgal	P	P	P	P
Jagdamba Prasad Lath	P	P	P	P

### **Note:**

- **"A" denotes Absence and "P" denotes Presence in the meeting.**

## iv. Internal Controls and Governance Processes

The Company continuously invests in strengthening its internal control and Governance processes. The Audit Committee along with the CFO formulates a detailed plan to the Internal Auditors for the year, which is reviewed at the Audit Committee Meetings.

## v. Risk Management

The Company is not mandatorily required to constitute Risk Management Committee. Further, the Audit Committee and the Board of Directors review the risks involved in the Company and appropriate measures to minimize the same from time to time. The Board of the Company has also adopted a Risk management policy for the Company.

## B. Nomination And Remuneration Committee

### i. Composition of Nomination And Remuneration Committee

In compliance with Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI Listing Regulation, the Board has constituted its Nomination and Remuneration Committee. As at 31<sup>st</sup> March, 2017, the Nomination and Remuneration Committee consists of three member's i.e. Mr. Amitabh Sharma Mudgal as its Chairman with Mr. Sandeep Jajodia and Mr. Rajiv Poddar as its members.

**The brief terms of reference of the Nomination and Remuneration Committee, *inter alia*, includes the following:**

- Succession planning of the Board of Directors and Senior Management Employees;
- Identifying and selection of candidates for appointment as Directors / Independent Directors based on certain laid down criteria;
- Identifying potential individuals for appointment as Key Managerial Personnel and to other Senior Management positions;
- Formulate and review from time to time the policy for selection and appointment of Directors, Key Managerial Personnel and senior management employees and their remuneration;
- Review the performance of the Board of Directors and Senior Management Employees based on certain criteria as approved by the Board.

During the financial year 2016-17, total one meetings of the committee was held. The details of the Members participation at the Meetings of the Committee are as under:

Name of Members	Nomination and Remuneration Committee dated 08.08.2016
SandeepJajodia	P
Amitabh Sharma Mudgal	P
Rajiv poddar	P

### ii. Nomination and Remuneration Policy :

The Board of the Company has also adopted the Nomination and Remuneration Policy for the Company in compliance with Regulation 19 of SEBI Listing Regulation read with Provisions of Section 178 of the Companies Act, 2013. The said policy of the Company is available on the website of the company i.e. [www.monnetgroup.com](http://www.monnetgroup.com).

The Objective and Purpose of this policy is as follows:

- To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine remuneration of such Directors, Key Managerial personnel and Other employees.
- To determine remuneration based on the Company's size and financial position and trends and practices on remuneration prevailing in peer companies in the real estate industry.
- To provide them reward linked directly to their efforts, performance, dedication and achievement relating to the Company's operations.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

### iii. Details of Remuneration Paid to Directors for the Year ended March 31, 2017

#### • Non-Executive Directors

The Non-Executive Directors are paid remuneration by way of Sitting Fees for each of the meeting of the Board of Directors attended by them. The Details of Sitting fees paid to them during the Financial year 2016-17 are as under:-

Name of Directors	Sitting Fees paid for attending Board Meetings (Rs.)	ESOP granted (No. of Shares)
Sandeep Jajodia	4000	NIL
Amitabh S. Mudgal	-	NIL
Babika Goel	4000	NIL
Rajiv Poddar	4000	NIL
Jagdamba Prasad Lath	4000	NIL

\* No sitting fees was paid to any director for attending any committee meeting.

The Company has framed terms and conditions for appointment of Independent directors which is placed on its website as per the requirements of the Act and SEBI Listing Regulations.

Further, the Company has also framed the criteria for making payment to its Non - executive directors which forms the part of Nomination and Remuneration Policy of the Company and the same is placed on its website and can be accessed through following;[http://www.monnetgroup.com/pdfs/others/mpdl/Nomination\\_and\\_Remuneration\\_Policy.pdf](http://www.monnetgroup.com/pdfs/others/mpdl/Nomination_and_Remuneration_Policy.pdf)

#### • **Executive Directors**

The appointment and remuneration of Executive Directors including Whole-time Director is governed by the recommendation of the Nomination & Remuneration Committee, through resolutions passed by the Board of Directors and shareholders of the Company.

The Details of Remuneration paid to Executive Director during the Financial year 2016-17 are as under:-

Name of the Directors	Salary (Rs.)	Notice Period	ESOP granted (No. of Shares)
B.D. Bhardwaj	Nil	1 Month	NIL

#### iv. **Shareholding and Pecuniary Relationship Of Non-Executive Directors :**

During the financial year 2016-17, none of non-executive directors hold any shares in the Company except Mr. Sandeep Jajodia, who holds 72,236 equity shares and Mr. J. P. Lath holds 160 Shares in the Company.

Further, there has been no pecuniary relationship or transactions of the non-executive directors' vis-à-vis the Company during the financial year 2016-17 except the sitting fees paid for meetings of the Board of Directors attended by them.

#### v. **Stock Option Scheme :**

The Company does not have any Stock Option Scheme for its employees and Directors.

### C. **Stakeholders' Relationship Committee**

#### i. **Terms of Reference :**

The Stakeholders' Relationship Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations read with section 178(5) of the Companies Act, 2013. The Board has clearly defined the terms of reference for this Committee, which generally meets once in a quarter. The Committee looks into the matters of Shareholders / Investors grievances along with other matters listed below:

- transfer/transmission of shares/debentures and such other securities as may be issued by the Company from time to time;
- issue of duplicate share certificates for shares/debentures and other securities reported lost, defaced or destroyed, as per the laid down procedure;
- issue new certificates against subdivision of shares, renewal, split or consolidation of share certificates/certificates

relating to other securities;

- issue and allot right shares/bonus shares pursuant to a Rights Issue/ Bonus Issue made by the Company, subject to such approvals as may be required;
- to grant Employee Stock Options pursuant to approved Employees' Stock Option Scheme(s), if any, and to allot shares pursuant to options exercised
- to issue and allot debentures, bonds and other securities, subject to such approvals as may be required;
- to approve and monitor dematerialization of shares / debentures / other securities and all matters incidental or related thereto;
- to authorize the Company Secretary and Head Compliance / other Officers of the Share Department to attend the matters relating to non-receipt of annual reports, notices, non-receipt of declared dividend / interest, change of address for correspondence etc. and to monitor action taken;
- monitoring expeditious redressal of investors / stakeholders grievances;
- all other matters incidental or related to shares, debenture etc.

**Composition and Attendance:** As at March 31, 2017, the Composition of Stakeholders Relationship Committee consists of Mr. Rajiv Poddar as its Chairman with Mr.J.P. Lath and Mr. Amitabh S. Mudgal as its members.

During the financial year 2016-17, total four (4) meetings of the committee were held. Details of the Members participation at the Meetings of the Committee during the last financial year are as under:

Meetings Date	Rajiv Poddar (Chairman)	Mr. J.P. Lath (Member)	Mr. Amitabh S.Mudgal (Member)
27.05.2016	P	P	P
08.08.2016	P	P	P
14.11.2016	P	P	P
13.02.2017	P	P	P

**Note:**

- "A" denotes Absence and "P" denotes Presence in the meeting.

**ii. Name and Designation of Compliance officer :**

<b>Name</b>	:	Ms. Tanya
<b>Designation</b>	:	Company Secretary & Compliance Officer
<b>Address</b>	:	Monnet House, 11 Masjid Moth, Greater Kailash-II, New Delhi-110048
<b>Phone</b>	:	011-29218542/43/44/45/46
<b>Fax</b>	:	011-29218541
<b>E-mail</b>	:	isc_mpd@monnetgroup.com

**iii. Details of the Shareholder's complaints received, redressed/pending during the financial year 2016-17 :**

The details of total number of complaints received; resolved/pending during the financial year 2016-17 is as follow:-

Particulars	No. of Complaints
Number of complaints received from the investors (including the opening Balance as on April 01, 2016) comprising of Non-receipt of Dividend Warrants where reconciliation is completed after end of the quarter, securities sent for transfer and transmission, annual report & complaints received from Regulatory/Statutory Bodies	Nil
Number of complaints resolved	Nil
Complaints Pending as at March 31, 2017	Nil



*The above table also includes Complaints received from SEBI SCORES by the Company.*

The Complaints are handled by Company's Registrars and Share Transfer Agents MCS Share Transfer Agent Ltd., New Delhi. The Stakeholder Relationship Committee monitors the complaints and other activities and also helps in resolving grievances wherever needed. A firm of Practicing Company Secretaries conducts the audit on quarterly basis and submits Capital Reconciliation Audit Report.

#### **D. Other Board Committees**

##### **i. Executive Committee Meeting:**

The Executive Committee was formed to deal with urgent matters requiring immediate action of the Board of Directors before a meeting of the Board could be convened. The Minutes of the Executive Committee are placed in front of Board for their review and noting. As on March 31, 2017, the Composition of Executive Committee of Directors comprises of Mr. B.D. Bhardwaj as Chairman and Mr. J.P. Lath as member. During the financial year 2016-17, total two (2) meetings of the committee were held. The details of the Members participation at the Meetings of the Committee are as under:

Meetings Date	B.D. Bhardwaj	Jagdamba Prasad Lath
05.08.2016	P	P
15.12.2016	P	P

#### **4. GENERAL BODY MEETINGS**

The details of last three Annual General Meetings and Special Resolution passed thereat are as given below:

Date& Time	General Meeting	Venue	Details of Special Resolution Passed
30 <sup>th</sup> September 2016 01:30 P.M.	14 <sup>th</sup> AGM	Monnet Marg, MandirHasaud, Raipur-492101, Chhattisgarh	No Special Resolution Passed
30 <sup>th</sup> September 2015 01:30 P.M.	13 <sup>th</sup> AGM		No Special Resolution Passed
27 <sup>th</sup> September 2014 01:30 P.M.	12 <sup>th</sup> AGM		No Special Resolution Passed

The above Resolutions were passed with requisite majority. No Special Resolution was put through Postal Ballot at the last Annual General Meeting nor is proposed at the ensuing Annual General Meeting.

##### **Extra Ordinary General Meeting**

During the period under review, no Extra-ordinary General Meeting was held.

##### **DISCLOSURES RELATED TO POSTAL BALLOT**

During the Financial year ended 31<sup>st</sup> March, 2017 the Company has not passed any Resolution through Postal Ballot. Further, till the date of signing of this report, no Special Resolution is proposed to be conducted through postal ballot.

##### **PROCEDURE OF POSTAL BALLOT**

Resolutions, if required, shall be passed by Postal Ballot during the year ending on 31<sup>st</sup> March, 2017, as per the prescribed procedure under the Companies Act, 2013 and Listing Regulations.

#### **E. MEANS OF COMMUNICATION**

Monnet pursues the policy of timely disclosure of information. The company publishes quarterly results and circulates the same to stock exchanges and sends the annual report to all the shareholders. The company also posts quarterly

results, entire annual report and shareholding pattern on the website of the company besides sending complete annual report to the shareholders.

#### **Name of the newspapers wherein financial results are normally published**

The quarterly and annual financial results are normally published in “Pioneer” (English Language) and “Raj Express” (Vernacular Language).

The Company also ensures that financial results are promptly and prominently displayed on Company's Website

The Company also ensures that the details of its business, financial information, shareholding pattern, compliance with corporate governance, contact information of the designated officials of the company who are responsible for assisting and handling investor grievances, details of agreements entered into with media companies and/or their associates are promptly and prominently displayed on its Website [www.monnetgroup.com](http://www.monnetgroup.com).

### **F. OTHER DISCLOSURES**

#### **MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS AND RELATED PARTY POLICY**

All transactions entered into with the Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the Listing Regulation during the financial year were in the ordinary course of business and on arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with Related Parties during the financial year. Related party transactions have been disclosed under the Note No. 29 of significant accounting policies and notes forming part of the financial statements in accordance with “Accounting Standard 18”. A statement in summary form of transactions with Related Parties in ordinary course of business and arm's length basis is periodically placed before the Audit committee for review.

As required under Regulation 23(1) of the Listing Regulation, the Company has formulated a policy on dealing with Related Party Transactions. The Policy is available on the website of the Company viz. [http://www.monnetgroup.com/pdfs/mpdl/policy/Policy\\_on\\_Related\\_Party\\_Transactions.pdf](http://www.monnetgroup.com/pdfs/mpdl/policy/Policy_on_Related_Party_Transactions.pdf)

#### **DETAILS OF NON- COMPLIANCE BY THE COMPANY, PENALTIES, AND STRICTURES IMPOSED ON THE COMPANY BY STOCK EXCHANGES OR SEBI OR ANY STATUTORY AUTHORITY, ON ANY MATTER RELATED TO CAPITAL MARKETS, DURING THE LAST THREE YEARS.**

The Company has complied with all requirements Specified under SEBI Listing Regulations as well as other regulations and guidelines of SEBI. Consequently, there were no strictures or penalties imposed by either SEBI or the Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital markets during the last three years.

#### **WHISTLE BLOWER POLICY AND AFFIRMATION THAT NO PERSONNEL HAVE BEEN DENIED ACCESS TO THE AUDIT COMMITTEE**

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulation, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's Code of Conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. The Whistle Blower Policy is displayed on the Company's website and link of the same is given below;

[http://www.monnetgroup.com/pdfs/others/mpdl/Policy\\_Vigil\\_Mechanism.pdf](http://www.monnetgroup.com/pdfs/others/mpdl/Policy_Vigil_Mechanism.pdf)

#### **MATERIAL SUBSIDIARY POLICY**

As the Company has no subsidiary, it is not required to maintain the policy for Determining Material Subsidiaries as

required under SEBI Listing Regulations.

## **COMPLIANCE WITH MANDATORY REQUIREMENTS AND ADOPTION OF NON-MANDATORY REQUIREMENTS**

The Company has complied with all the mandatory requirements of Listing Regulations. The Company has not adopted any non-mandatory requirement of the Listing Regulations.

## **CODE OF CONDUCT**

The Board has laid down a code of conduct for all Board members and Senior Management of the Company. All Board members and Senior Management Personnel have complied with the Code of Conduct. Declaration to this effect signed by the Director is enclosed with the Annual Report. The Code of Conduct is available on Company's website: [www.monnetgroup.com](http://www.monnetgroup.com)

All the members of the Board and Senior Management Personnel have affirmed compliance to the code as on 31<sup>st</sup> March, 2017.

A Declaration of Whole Time Director regarding compliance with Code of Conduct by Directors and Senior Management Personnel form part of this Corporate Governance Report.

## **DISCLOSURE OF ACCOUNTING TREATMENT**

The Financial statement of the Company is prepared as per the prescribed Accounting Standards and reflects true and fair view of the business transactions in the Corporate Governance and there is no deviation in following the treatment prescribed in any Accounting Standards (AS) in the preparation of financial statements of the Company.

## **CEO/CFO CERTIFICATION**

A Certificate on financial statements for the financial year under review, pursuant to Regulation 17(8) of the Listing Regulations signed by Whole-time Director and Non-Executive Director was placed before the Board of Directors.

## **DISCLOSURE OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND REGULATION 46 OF LISTING REGULATIONS**

The Company has complied with the applicable provisions of Listing Regulations including Regulation 17 to 27 and Regulation 46 of SEBI Listing Regulations.

The Company submits a quarterly compliance report on corporate governance signed by Compliance officer to the Stock Exchange within 15 days from the close of every quarter. Such quarterly compliance reports on corporate governance are also posted on the Company's website.

Compliance of the Conditions of Corporate Governance has also been audited by Practicing Company Secretary. After being satisfied of the above compliances, they have issued a compliance certificate in this respect. The said certificate is reproduced in below point for ready reference of the members of the Company as Annexures to corporate Governance report.

## **PREVENTION OF INSIDER TRADING CODE**

In accordance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted Code of Conduct to Regulate, Monitor and Report Trading by Insiders and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. All the connected persons as per Code of Conduct to Regulate, Monitor and Report Trading by Insiders who could have access to the unpublished price sensitive information of the Company are governed by this code. The Company has appointed Ms. Tanya Company Secretary of the Company as Compliance officer under the said regulations.

## 5. GENERAL SHAREHOLDERS INFORMATION

### ENSUING ANNUAL GENERAL MEETING

Day, Date & Time	:	Thursday, 28 <sup>th</sup> September, 2017 at 01:30 P.M.
Venue	:	Monnet Ispat & Energy Limited, Monnet Marg, Mandir Hasaud, Raipur, Chhattisgarh-492101.

### FINANCIAL YEAR CALENDAR 2017-18 (TENTATIVE)

The Company follows the period of 1<sup>st</sup> April to 31<sup>st</sup> March as the Financial Year

Financial year ending	:	31 <sup>st</sup> March
Audited Annual Results	:	29 <sup>th</sup> May, 2017
First Quarter Results	:	on or before 14 <sup>th</sup> September, 2017
Half Yearly Results	:	on or before 14 <sup>th</sup> December, 2017
Third Quarter Results	:	on or before 14 <sup>th</sup> February, 2018.
Fourth Audited Annual Results	:	on or before 30 <sup>th</sup> May, 2018

**DIVIDEND PAYMENT** : No dividend has been recommended for the Financial Year 2016-17

**DATE OF BOOK CLOSURE/ RECORD DATE:** 21<sup>st</sup> day of September, 2017 to 28<sup>th</sup> day of September, 2017 (both days inclusive)/ 21<sup>st</sup> day of September, 2017

**REGISTERED OFFICE & WORKS** : Plot No. 216, Sector – C, Urla Industrial Complex, Raipur-493221, Chhattisgarh

**LISTING OF SHARES ON STOCK EXCHANGES** : The equity shares of the Company are listed on BSE Ltd. Mumbai. Annual listing fee for the year 2017-2018 has been paid to BSE Ltd.

#### Details of Stock Exchange:

BSE Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

#### STOCK CODE:

Scrip Code, BSE	:	532723
ISIN No. in NSDL & CDSL	:	INE493H01014

#### REGISTRAR & TRANSFER AGENT

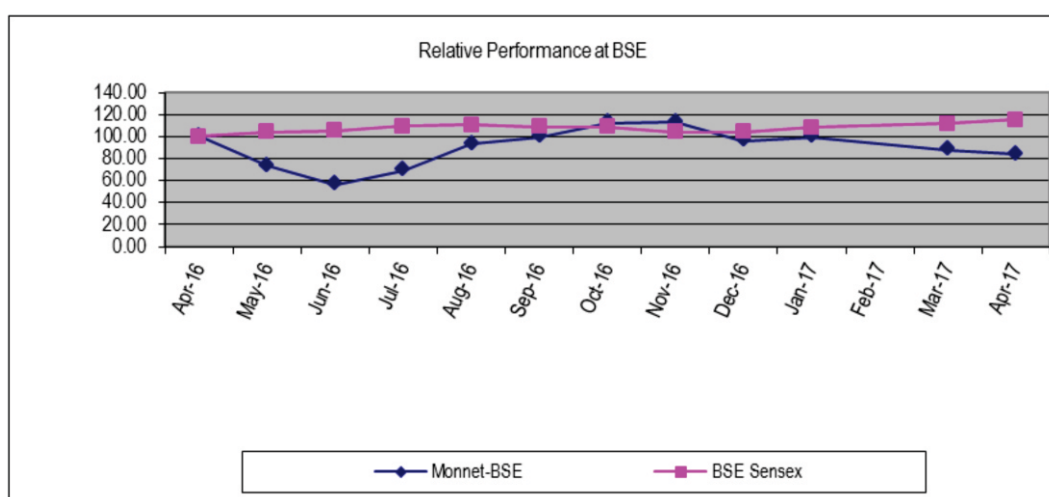
MCS Share Transfer Agent Ltd.  
F-65, Okhla Industrial Area, Phase-I,  
New Delhi – 110 020  
Tel. : 011- 41406149 , Fax : 011- 41709881  
Email ID: admin@mcsregistrars.com

### STOCK PRICE DATA (FOR THE PERIOD APRIL, 2016 TO MARCH, 2017)

Year	Month	BSE High (Rs.)	BSE Low (Rs.)	Monthly Volume (Rs.)
2016	April	17.70	13.65	73,776
2016	May	12.97	9.56	7,31,560
2016	June	10.03	8.55	8,17,924
2016	July	12.24	8.60	25,05,221
2016	August	16.45	12.15	12,73,420
2016	September	17.67	12.50	3,67,154
2016	October	19.90	12.75	12,65,029
2016	November	20.00	11.55	9,63,711
2016	December	17.00	13.15	8,77,218
2017	January	17.60	12.50	2,82,682
2017	February	15.52	13.50	89,764
2017	March	14.80	12.05	4,76,334

### STOCK PERFORMANCE:

The performance of the Company's share relative to the BSE Sensex Index (on closing rates at the end of each month in BSE Ltd.) considering 100 as the base is given in the Chart below:



### DISTRIBUTION OF SHAREHOLDING AS AT 31<sup>ST</sup> MARCH, 2017:

Category	No. of Folios	No. of Shares	% of Shareholders	% of Shares
1 - 500	1407	196915	83.5015	2.6565
501 - 1000	119	89503	7.0623	1.2075
1001 - 2000	58	91112	3.4421	1.2292
2001-3000	27	70861	1.6024	.9560
3001 - 4000	7	24982	.4154	.3370
4001 - 5000	12	56312	.7122	.7597
5001 - 10000	13	94581	.7715	1.2760
10001-50000	27	521525	1.6024	7.0357
50001-100000	7	491199	.4154	6.6266
And Above	8	5775534	.4748	77.9159
<b>TOTAL</b>	<b>1685</b>	<b>7412524</b>	<b>100.00</b>	<b>100.00</b>

## SHARE TRANSFER SYSTEM

Physical Shares sent for transfer are duly transferred within 15-20 days of receipt of documents, if found in order. Shares under objection are in general returned within 15 days. Share Transfer Agents have been authorized to sign the share certificates on behalf of the Company for expeditious disposal of transfer requests.

In case of shares in electronic form, the transfers are processed by NSDL/CDSL through respective Depository Participants. In compliance with the Listing Regulation, a certificate from a practicing company secretary within one month of the end of each half of the financial year, certifying that all certificates have been issued within thirty days of the date of lodgement for transfer, subdivision, consolidation, renewal, exchange or endorsement of calls/allotment monies, is also issued..

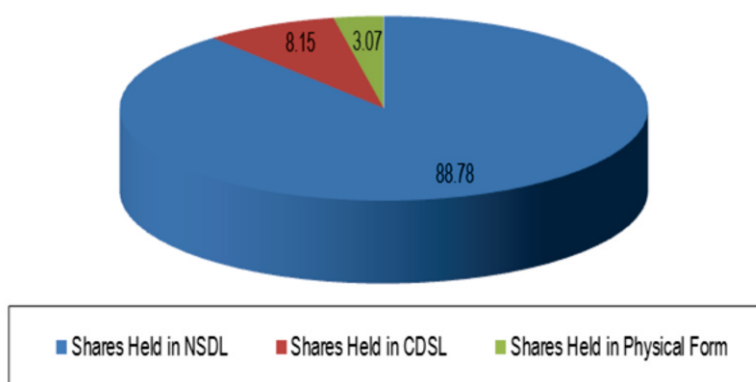
## DEMATERIALIZATIONS OF SHARES AND LIQUIDITY

96.93 % of Equity Shares of the Company are in dematerialized form as on 31<sup>st</sup> March, 2017. The 100% Shareholding of Promoter and Promoter group of the Company is in dematerialized form. The shares of the Company are available for dematerialization with both the depositories i.e. NSDL and CDSL vide ISIN No. INE 493H01014.

Normally, requests of dematerialization of shares are processed and confirmed within 15 days of receipt to NSDL and CDSL.

Details of which are as follows;

Particulars	No. of Shares	% of Shares
Shares Held in NSDL	6581075	88.79
Shares Held in CDSL	603859	8.15
Shares Held in Physical Form	227590	3.07
Total	7412524	100.00



### Shares held in Electronic Form

Shareholders holding shares in electronic form may please note that instructions regarding change of address, bank details, nomination and power of attorney should be given directly to the DP.

### Shares held in Physical Form

Shareholders holding shares in physical form may please note that instructions regarding change of address, bank details, nomination and power of attorney should be given to the Company's RTA viz. MCS Share Transfer Agents Limited, Delhi.

## COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

The company has not done any kind of activities related to the Commodity price risk or foreign exchange risk and hedging.

## OUTSTANDING CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY

The Company has no outstanding convertible instruments.

### DETAILS OF NON-COMPLIANCE:

The Company has complied with the requirements of the Regulatory Authorities on matters related to the capital market and no penalties/ strictures have been imposed against the Company by the Stock Exchanges or SEBI or any other Regulatory Authority on any matter related to capital market during the last three years in terms of Schedule V(c) 10(b) to the Listing Regulations.

### RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges where the company's shares are Listed. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and total number of shares in physical form.

### SHAREHOLDING PATTERN:

Shareholding pattern for the year ending as on 31<sup>st</sup> March, 2017 for purpose of reporting in the Annual Report of the Company for the year 2016-17 is given as under:

Sr. No.	Category	As On 31.03.2017	
		No. of Equity Shares	%
(A)	<b>Promoter Holding</b>		
	a) Individuals	327602	4.42
	b) Bodies Corporates	5230128	70.56
	<b>Sub Total (A)</b>	<b>5557730</b>	<b>74.98</b>
(B)	<b>Public Shareholding</b>		
	<b>1. Institutions</b>		
	a) Financial Institutions/ Banks	150000	2.02
	b) Insurance Companies	246023	3.32
	<b>Sub Total (B)(1)</b>	<b>396023</b>	<b>5.34</b>
	<b>2. Non Institutions</b>		
	a) Bodies Corporates		
	i) Indian	501070	6.76
	ii) Overseas Corporate Bodies	60000	0.81
	b) Individuals		
	i) Individual Shareholders Holding nominal share capital upto Rs. 2 lac	560031	7.56
	ii) Individual Shareholders Holding nominal share capital in excess of Rs. 2 lac	302716	4.08
	c) Non Resident Individuals	34954	0.47
	<b>Sub Total (B)(2)</b>	<b>1854794</b>	<b>19.68</b>
(C)	<b>Shares Held by custodians and against which depository receipts have been issued</b>	<b>NIL</b>	<b>NIL</b>
	<b>Grand Total (A+B+C)</b>	<b>7412524</b>	<b>100.00</b>

## DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT

As per Regulation 34(3) read with Schedule V of Listing Regulation, the details of the shares in the Suspense Account are as follows:

Aggregate Number of Shareholders and the Outstanding Shares in the suspense account lying at the beginning of the year	Number of shareholders who approached the Company for transfer of shares from suspense account during the year	Number of shareholders to whom shares were transferred from suspense account during the year	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares
(1)	(2)	(3)	(4)	(5)
NA	NA	NA	NA	NA

**PLANT LOCATION:** N.A

### ADDRESS FOR CORRESPONDENCE

Monnet House,  
11, Masjid Moth, Greater Kailash Part-II,  
New Delhi-110048.  
Phone: 011-29218542-46  
Fax : 011-29218541  
E-mail : isc\_mpd@monnetgroup.com

### Disclaimer:

The information furnished above is certified by Monnet Project Developers Limited to be true, fair and accurate (except in respect of errors in or omissions from documents filed electronically that result solely from electronic transmission errors beyond our control and in respect of which we take corrective action as soon as it is reasonably practicable after becoming aware of the error or the omission). SEBI, the Stock Exchanges or the NIC do not take any responsibility for the accuracy, validity, consistency and integrity of the data entered and updated by it.



**Annexures to Corporate Governance Report**

**CERTIFICATE**

To The Members of  
**MONNET PROJECT DEVELOPERS LIMITED,**

We have examined the compliance of regulations of Corporate Governance by **MONNET PROJECT DEVELOPERS LIMITED** for the year ended March 31, 2017, as stipulated in Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of 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, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned and Listing Regulations.

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

**Rahul Agarwal**  
Company Secretary

Place: New Delhi  
Date: 09.08.2017

(Membership No.F4005)  
C.P. No. 7052

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT  
PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

It is hereby declared that all board members and senior management personnel have affirmed compliance with the code of conduct within 30 Days for and from the beginning of current Financial Year.

**For Monnet Project Developers Limited**

(B.D. Bhardwaj)  
Whole Time Director  
DIN:01779434  
Address: M-25, Street No.13,  
Brahampuri, Delhi

# **INDEPENDENT AUDITOR'S REPORT**

**TO THE MEMBERS OF  
MONNET PROJECT DEVELOPERS LIMITED**

## **Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of **MONNET PROJECT DEVELOPERS LIMITED**, ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

## **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

## **Auditor's Responsibility**

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the

auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

## **Opinion**

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31st March 2017, and its profit, and its cash flows for the year ended on that date.

## **Report on Other Legal and Regulatory Requirements**

1. As required by the 'Companies (Auditor's Report) Order, 2016', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), we give in the Annexure 'I' a statement on the matters specified in paragraphs 3 and 4 of the Order.

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 Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received

from the directors as on 31<sup>st</sup> March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.

- (f) We are enclosing herewith a report in Annexure II for our opinion on adequacy of internal financial controls system in place in the company and the operating effectiveness of such controls.
- (g) 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 impact of pending litigations on its financial position as referred in Note no. 21
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There was no amount which were required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv. The Company had provided requisite disclosures in its Note No. 13 to the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account and records maintained by the Company and as produced to us by the Management.

**For O P BAGLA & CO.**  
**CHARTERED ACCOUNTANTS**  
**Firm Regn. No. 000018N**

**(RAKESH KUMAR)**  
**PARTNER**  
**M. No. 087537**

**PLACE : NEW DELHI**  
**DATED : 29.05.2017**

## **ANNEXURE- I TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- i) In respect of its fixed assets:
  - a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b) As explained to us, fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. As informed to us no material discrepancies were noticed on such physical verification.
  - c) Title deeds In respect of all immovable properties are held in the name of the company.
- ii) As explained to us physical verification has been conducted by the management at reasonable intervals in respect of inventories of project work in progress. We were explained that no material discrepancies have been noticed on physical verification.
- iii) As informed to us the company has granted unsecured loans to companies covered in the register maintained under section 189 of the Companies Act 2013. In respect of such loans we have been informed that:
  - a) The terms and conditions of the grant of such loans are not prejudicial to the company's interest.
  - b) The schedule of repayment of principal and payment of interest is not stipulated. Therefore no comments are offered on whether the repayments or receipts are regular.
  - c) No amount is overdue as at the end of the year.
- iv) According to the information and explanations given to us, the company has complied with the provisions of Section 185 and 186, wherever applicable, in respect of loans, investments and guarantees given by the company. We are informed that the company has not provided any security during the year.
- v) According to the information and explanations given to us the company has not accepted any deposits, in terms of the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any

other relevant provisions of the Companies Act 2013 and the rules framed there under.

- vi) In respect of business activities of the company, maintenance of cost records has not been specified by the Central Government under sub-section (I) of section 148 read with rules framed thereunder of the Companies Act 2013.
- vii) a) As per information and explanations given to us, the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities. As informed to us there are no outstanding statutory dues in arrears as at the last day of the financial year concerned for a period of more than six months from the date they became payable.  
b) We have been informed that following disputed demands in respect of Income Tax have not been deposited on account of pending appeals as per details given below. There are no other disputed statutory dues pending for deposit.

S. No.	Nature of Demand	Assessment Year	Unpaid Amount	Forum where appeal is pending
1	Income Tax	2006-07 to 2013-14	24,03,17,264	CIT(APPEALS)/AO (For Rectification)

- viii) Since there are no loans or borrowings from the financial institution, banks and Government and the company has not issued any debentures clause 3(viii) of the Order related to default in repayment is not applicable during the year.
- ix) The company has not raised any money during the year by way initial or further public offer or by way of term loans. Therefore, clause 3(ix) of the Order is not applicable.
- x) Based upon the audit procedures performed and information and explanations given by the management, we report that, no fraud by the Company or on the company by its officers or employees has been noticed or reported during the course of our audit for the year ended 31.03.2017.
- xi) According to information and explanations given to us, the managerial remuneration paid and provided by the company during the year is in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Companies Act 2013.
- xii) The provisions of clause 3 (xii) of the Order are not applicable as the company is not a Nidhi Company as specified in the clause.

- xiii) According to information and explanations given to us we are of the opinion that all related party transactions are in compliance with the Section 177 and 188 of Companies Act 2013. Necessary disclosures have been made in the financial statements as required by the applicable accounting Standards.
- xiv) According to information and explanations given to us the company has not made any preferential allotment or private placement of shares or debentures during the year.
- xv) According to information and explanations given to us the Company has not entered into any non-cash transaction with the director or any person connected with him during the year.
- xvi) According to information and explanations read with Note No 34 in the Notes on Accounts, the company is a core investment company and is not required to be registered under section 45IA of Reserve Bank of India Act 1934.

**For O.P. BAGLA & CO.**  
**CHARTERED ACCOUNTANTS**  
**Firm Regn. No. 000018N**

**(RAKESH KUMAR)**  
**PARTNER**  
**M.No. 087537**

**PLACE : NEW DELHI**  
**DATED : 29.05.2017**

#### **ANNEXURE- II TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

We have audited the internal financial controls over financial reporting of **MONNET PROJECT DEVELOPERS LIMITED** ("the Company") as of 31<sup>st</sup> March 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditors' Responsibility**

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") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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. 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence I/we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

### **Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and

procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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**

In our opinion, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March 2017, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on "Audit of Internal Financial Controls Over Financial Reporting" issued by the Institute of Chartered Accountants of India.

**For O.P. BAGLA & CO.  
CHARTERED ACCOUNTANTS  
Firm Regn. No. 000018N**

**(RAKESH KUMAR)  
PARTNER  
M.No. 087537**

**PLACE : NEW DELHI  
DATED : 29.05.2017**

**MONNET PROJECT DEVELOPERS LIMITED**  
**BALANCE SHEET AS AT 31ST MARCH, 2017**

PARTICULARS	Note	AS AT 31.03.2017	AS AT 31.03.2016
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	2	74,125,240	74,125,240
Reserves and surplus	3	504,630,264	496,645,414
		<b>578,755,504</b>	<b>570,770,654</b>
<b>Non-current liabilities</b>			
Long-term provisions	4	82,558	0
<b>Current liabilities</b>			
Short Term Borrowings	5	10,000,000	0
Other current liabilities	6	364,977,017	386,736,033
Short-term provisions	7	1,421,781	1,160,739
		<b>376,398,798</b>	<b>387,896,772</b>
<b>TOTAL</b>		<b>955,236,860</b>	<b>958,667,426</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Fixed assets			
Tangible assets	8	470,560	389,150.00
Non-current investments	9	217,013,800	217,013,800
Long-term loans and advances	10	26,687,333	26,687,333
Other Non current assets	11	6,292,760	4,723,534
		<b>250,464,454</b>	<b>248,813,817</b>
<b>Current assets</b>			
Inventories	12	329,553,107	293,987,100
Cash and bank balances	13	1,212,855	35,401,476
Short-term loans and advances	14	370,991,098	377,624,080
Other current assets	15	3,015,346	2,840,953
		<b>704,772,406</b>	<b>709,853,609</b>
<b>TOTAL</b>		<b>955,236,860</b>	<b>958,667,426</b>

**SIGNIFICANT ACCOUNTING POLICIES**

1

The accompanying notes form an integral part of these financial statements.

In terms of our report of even date annexed

**FOR O P BAGLA & CO**  
**CHARTERED ACCOUNTANTS**  
**FRN 000018N**

Rakesh Kumar  
Partner

J. P. Lath  
Director  
DIN: 00380076  
Gaurav Gupta  
Company Secretary

B. D. Bhardwaj  
Whole-time Director  
DIN: 01779434  
Mohd. Arshad  
Chief Finance Officer

PLACE : NEW DELHI  
DATED : 29.05.2017

## **MONNET PROJECT DEVELOPERS LIMITED**

### **STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2017**

PARTICULARS	NOTE	YEAR ENDED 31.03.2017	YEAR ENDED 31.03.2016
<b><u>Revenue</u></b>			
Other income	16	31,324,955	28,109,366
<b>Total Revenue</b>		<b>31,324,955</b>	<b>28,109,366</b>
<b><u>Expenses</u></b>			
Construction Expenses		35,566,007	13,838,907
Changes in Inventories	17	(35,566,007)	(13,838,907)
Employee benefits expense	18	6,411,437	10,045,924
Finance costs	19	1,500,000	0
Depreciation		24,403	13,380
Administration & other expenses	20	13,503,850	5,859,998
<b>Total expenses</b>		<b>21,439,690</b>	<b>15,919,302</b>
<b>Profit before exceptional and extraordinary items &amp; tax</b>		<b>9,885,265</b>	<b>12,190,064</b>
<b>Tax expense:</b>			
<b><u>CURRENT TAX</u></b>			
CURRENT YEAR		1,900,000	2,485,000
ADJUSTMENT OF EARLIER YEAR		415	48,585
<b>Profit for the year from continuing operation</b>		<b>7,984,850</b>	<b>9,753,649</b>
<b>Earnings per Share</b>		<b>1.08</b>	<b>1.32</b>

#### **SIGNIFICANT ACCOUNTING POLICIES**

1

The accompanying notes form an integral part of these financial statements.  
In terms of our report of even date annexed

**FOR O P BAGLA & CO**  
**CHARTERED ACCOUNTANTS**  
**FRN 000018N**

Rakesh Kumar  
Partner

J. P. Lath  
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DIN: 00380076

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Whole-time Director  
DIN: 01779434

PLACE : NEW DELHI  
DATED : 29.05.2017

Gaurav Gupta  
Company Secretary

Mohd. Arshad  
Chief Finance Officer

# MONNET PROJECT DEVELOPERS LIMITED

## CASH FLOW STATEMENT FOR 2016-2017

	2016-2017 (Amount in Rs.)	2015-2016 (Amount in Rs.)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before tax and Extra Ordinary Items	9,885,265	12,190,064
Adjusted for :		
Depreciation	24,403	13,380
Preliminary Expenses/Misc.Expenditure	0	0
Interest Received	(31,324,955)	(28,109,366)
Interest Paid	1,500,000	0
Profit / Loss on Sale of Fixed Assets	0	0
Dividends Received	0	0
	(29,800,552)	0
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>(19,915,287)</b>	<b>(15,905,922)</b>
Adjusted for :		
Trade & Other Receivables	6,458,589	28,048,032
Inventories	(35,566,007)	(13,838,907)
Trade Payable	(21,415,416)	(12,331,540)
	(50,522,834)	1,877,585
<b>CASH GENERATED FROM OPERATIONS</b>	<b>(70,438,122)</b>	<b>(14,028,337)</b>
Interest Paid	0	0
Direct Taxes Paid	(3,172,279)	(4,335,421)
Deffered Tax	0	0
Cash Flow before Extraordinary Items	0	0
Extraordinary Items	0	0
	(3,172,279)	0
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>(73,610,401)</b>	<b>(18,363,758)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	(105,813)	(216,000)
C.W.I.P.	0	0
Sale of Fixed Assets	0	0
Capital Reconst. Reserve as per Scheme of Arrangement	0	0
Other Reserves	0	0
Purchase of Investments	0	(15,413,800)
Sale of Investments	0	0
Increase/Decrease in Non current cash & bank balances	34,161,135	6,446,050
Interest Received	31,324,955	28,109,366
Dividend Received	0	0
	65,380,277	18,925,616
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>65,380,277</b>	<b>18,925,616</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Issue of Share Capital	0	0
Calls in Arrears	0	0
Share Application Money	0	0
Proceeds from Long Term Borrowings	0	0
Proceeds from Short Term Borrowings	10,000,000	0
Repayment of Finance Lease Liabilities	0	0
Interest Paid	(1,500,000)	0
Dividend & Dividend Taxes Paid	0	0
	8,500,000	0
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>8,500,000</b>	<b>0</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>269,876</b>	<b>561,858</b>
Cash and Cash Equivalents as at beginning of the year	842,979	281,121
Cash and Cash Equivalents as at end of the year	1,112,855	842,979
IN TERMS OF OUR REPORT OF EVEN DATE ANNEXED		

FOR O P BAGLA & CO  
CHARTERED ACCOUNTANTS  
FRN 000018N

Rakesh Kumar  
Partner

J. P. Lath  
Director  
DIN: 00380076  
Gaurav Gupta  
Company Secretary

B. D. Bhardwaj  
Whole-time Director  
DIN: 01779434  
Mohd. Arshad  
Chief Finance Officer

PLACE : NEW DELHI  
DATED : 29.05.2017



## **MONNET PROJECT DEVELOPERS LIMITED**

### **Note No 1**

#### **SIGNIFICANT ACCOUNTING POLICIES**

##### **1. Basis of preparation of Financial Statements:**

These financial statements have been prepared to comply with Accounting Principles Generally accepted in India (Indian GAAP), the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2014, as amended and the relevant provisions of the Companies Act, 2013. The financial statements are prepared on accrual basis under the historical cost convention. The financial statements are presented in Indian rupees rounded off to the nearest rupees

##### **2. Use of Estimates**

The preparation of financial statements in conformity with Indian GAAP requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

##### **3. Tangible Fixed Assets**

Tangible assets are stated at their original cost of acquisition inclusive of inward freight, duties and expenditure incurred in the acquisition, construction/installation less accumulated amortization and impairment loss, if any. CENVAT/VAT credit availed on capital equipment is accounted for by credit to respective fixed assets.

##### **4. Income and Expenditure**

Accounting of Income & Expenditure is done on accrual basis. The company follows Percentage of completion method for revenue recognition in real estate project. According to the method revenue is recognized on the basis of completion of project up to a certain level which is considered 30% of total estimated cost of project excluding land cost.

##### **5. Depreciation and amortization:**

Depreciation / amortization on tangible and intangible fixed assets is provided to the extent of depreciable amount on the straight line (SLM) Method. Depreciation is provided at the rates and in the manner prescribed in Schedule II to the Companies Act, 2013.

##### **6. Investments**

Long term investments are stated at original cost of acquisition. Dividend on Investment is accounted for in the year of declaration.

##### **7. Inventories**

Inventories of land and development cost has been valued at cost. Incidental expenses directly related to the real estate development project cost has been included in cost of project

##### **8. Employee Benefits**

In view of miniscule number of employees in the company liability for employee benefits has been provided on arithmetical basis on gross liability on balance sheet date for which the employee is eligible on last drawn salary.

##### **9. Contingent Liabilities**

Contingent Liabilities are determined on the basis of available information and are disclosed by way of notes to the accounts.

##### **10. Cash and cash equivalents**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short term investments with an original maturity of three months or less.

##### **11. Unless specifically stated to be otherwise, these policies are consistently followed.**

## MONNET PROJECT DEVELOPERS LTD.

PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
-------------	---------------------	---------------------

### Note No. 2

#### SHARE CAPITAL

#### Equity Share Capital

#### AUTHORISED

2,25,00,000 shares of par value of Rs.10/- each (Previous year 2,25,00,000 shares of par value of Rs.10/- each)

**225,000,000**

225,000,000

**225,000,000**

225,000,000

#### ISSUED, SUBSCRIBED AND FULLY PAID-UP

74,12,524 shares of par value of Rs.10/- each (Previous year 74,12,524 shares of par value of Rs10/- each)

**74,125,240**

74,125,240

**Total**

**74,125,240**

74,125,240

#### NOTES:

- a) During the year, the company has not issued or bought back any Equity shares. Following is the reconciliation of number of shares outstanding as at the beginning of the year and end of the year

PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
Number of shares outstanding as at the beginning of the year	<b>7,412,524</b>	7,412,524
Number of shares outstanding as at the closing of the year	<b>7,412,524</b>	7,412,524

- b) The company has only one class of shareholder i.e. equity shares. The holders of the equity shares are entitled to receive dividends as declared from time to time and are entitled to vote at meetings of the Company.

- c) There are no holding or subsidiary companies of the company.

- d) Following share holders held more than 5% shares in the company as at the end of the year:

S. NO.	Particulars	31.03.2017 No of shares (%)	31.03.2016 No of shares (%)
1	PAVITRA COMMERCIALS LTD	<b>1199980 (16.19)</b>	1199980 (16.19)
2	KAMDHENU ENTERPRISES LTD	<b>2563798 (34.59)</b>	2683798 (36.21)
3	CECIL WEBBER ENGINEERING LTD	<b>1328267 (17.92)</b>	1328267 (17.92)

- e) The company has not issued shares for a consideration other than cash or bonus shares during the immediately preceding 5 years.

## **MONNET PROJECT DEVELOPERS LTD.**

PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
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### **Note No. 3**

#### **RESERVES AND SURPLUS**

##### **Capital Reserve : As per last balance sheet**

Reconstruction Reserve	36,752,292	36,752,292
Share Forfeited Account	734,483	734,483
	<b>37,486,774</b>	<b>37,486,774</b>

##### **Securities premium Account**

As per last Balance Sheet	220,875,720	220,875,720
	<b>220,875,720</b>	<b>220,875,720</b>

##### **Surplus**

As per last balance sheet	238,282,919	228,529,270
Add: Profit for the year from Statement of Profit & Loss	7,984,850	9,753,649
	<b>246,267,769</b>	<b>238,282,919</b>
<b>Total</b>	<b>504,630,264</b>	<b>496,645,414</b>

### **Note No. 4**

#### **LONG TERM PROVISIONS**

##### **Provision for Gratuity Obligation**

As per last balance sheet	0	1,871,308
Additions during the year	82,558	0
Amount paid/adjusted during the year	0	(1,871,308)
<b>Total</b>	<b>82,558</b>	<b>0</b>

### **Note No. 5**

#### **SHORT TERM BORROWINGS**

##### **UNSECURED :**

Short term corporate loan (carries rate of interest of 18% p.a.)	10,000,000	0.00
	<b>10,000,000</b>	<b>0</b>

### **Note No. 6**

#### **OTHER CURRENT LIABILITIES**

Provision for Expenses	772,540	1,086,638
Statutory Dues Payable	965,593	398,085
Advances from customers	6,115,600	1,913,000
Other liabilities	357,123,284	383,338,310
<b>Total</b>	<b>364,977,017</b>	<b>386,736,033</b>

### **Note No. 7**

#### **SHORT TERM PROVISIONS**

##### **Provision for Earned Leave Liability**

As per last balance sheet	1,160,739	2,933
Additions during the year	261,042	1,157,806
	<b>1,421,781</b>	<b>1,160,739</b>

## MONNET PROJECT DEVELOPERS LIMITED

### Note No. 8

#### FIXED ASSETS

#### TANGIBLE ASSETS

DESCRIPTION	Gross Block			Depreciation/Amortisation			Net Block			
	As at 01.04.2016	Additions	Deductions/ Adjustments	As at 31.03.2017	Upto 31.03.2016	For the year	Deductions/ Adjustments	Upto 31.03.2017	As at 31.03.2017	As at 31.03.2016
Land :										
(including development expenses)										
Freehold	186,530	0	0	186,530	0	0	0	0	186,530	186,530
Furniture and fixtures	668,584	105,813	0	774,397	465,964	24,403	0	490,367	284,030	202,620
Vehicles	1,220	0	0	1,220	1,220	0	0	1,220	0	0
Office Equipment	1,459,765	0	1,459,765	0	1,459,765	0	1,459,765	0	0	0
Office Renovation	2,639,239	0	2,639,239	0	2,639,239	0	2,639,239	0	0	0
EDP, WP machines	1,848,368	0	1,848,368	0	1,848,368	0	1,848,368	0	0	0
Current Year	6,803,706	105,813	5,947,372	962,147	6,414,556	24,403	5,947,372	491,587	470,560	389,150
Previous year	6,587,706	216,000	0	6,803,706	6,401,176	13,380	0	6,414,556	389,150	186,530

## MONNET PROJECT DEVELOPERS LTD.

PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
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### Note No. 9

#### **NON CURRENT INVESTMENTS**

##### **Other, Non-Trade**

##### **Equity Instruments (fully paid up-unless otherwise stated)**

##### **Unquoted**

1058880 (1007500) Equity Shares of Cambridge Construction (Delhi)

Ltd @ Rs. 10/- per share\*

**202,013,800**

202,013,800

\* Pending transfer of shares in name of the company holding is not considered for the purpose of ascertaining the status as subsidiary/associate.

##### **In Associate**

1500000 (1500000) Equity Shares of Galaxy Monnet Infraheights Pvt.Ltd

@ Rs.10/- per share

**15,000,000**

15,000,000

##### **Total**

**217,013,800**

217,013,800

##### **Unquoted Investments**

##### **Book Value**

**217,013,800**

217,013,800

- a) Non-Current investments have been valued considering the significant accounting policy no.4 disclosed in Note no. 1 to these financial statement.
- b) Previous year figures of number of shares are reported in brackets

### Note No. 10

#### **LONG TERM LOANS AND ADVANCES**

(Unsecured Considered good, unless otherwise stated)

##### **DEPOSITS**

Security Deposits

**124,800**

124,800

##### **CAPITAL ADVANCES**

Others

**26,562,533**

26,562,533

##### **Total**

**26,687,333**

26,687,333

### Note No. 11

#### **OTHER NON CURRENT ASSETS**

(Unsecured Considered Good)

Advance tax deposit & tax deducted at source

**6,696,594**

6,009,730

Less Income Tax Provision

**(1,900,000)**

(2,485,000)

Non Current bank deposits maturing beyond twelve months

**1,496,166**

1,198,804

(Pledged with the bank against bank guarantee)

**6,292,760**

4,723,534

## **MONNET PROJECT DEVELOPERS LTD.**

PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
-------------	---------------------	---------------------

### **Note No. 12**

#### **INVENTORIES**

(As taken value and certified by the management)

Land	152,798,000	152,798,000
Work in Progress	176,755,107	141,189,100
	<b>329,553,107</b>	<b>293,987,100</b>

- a) Inventories have been valued considering the significant accounting policy no.5 disclosed in Note no. 1 to these financial statement.

### **Note No. 13**

#### **CASH & BANK BALANCES**

##### **CASH & CASH EQUIVALENTS**

Balances with banks	1,046,809	832,988
Cash on hand	66,046	9,991

##### **OTHER BANK BALANCES:**

Bank deposits in escrow account/pledged as margin against bank guarantee with original maturity of less than 3 months	100,000	34,558,497
	<b>100,000</b>	<b>34,558,497</b>

<b>Total</b>	<b>1,212,855</b>	<b>35,401,476</b>
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#### **Specified Bank Notes (SBN) disclosure**

Disclosure related to details of Specified Bank Notes (SBN) held and transacted during the period 08 November 2016 to 30 December 2016:

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	452,000	339	452,339
(+) Withdrawal from Bank accounts	-	100,000	100,000
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	7,275	7,275
(-) Amount deposited in Banks	452,000	-	452,000
Closing cash in hand as on 30.12.2016	<b>-</b>	<b>93,064</b>	<b>93,064</b>

### **Note No. 14**

#### **SHORT TERM LOANS AND ADVANCES**

(Considered good, unless otherwise stated)

##### **LOANS**

To a related party*	358,853,278	331,964,180
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##### **ADVANCES**

Others	12,137,820	45,659,900
<b>Total</b>	<b>370,991,098</b>	<b>377,624,080</b>

\* Disclosure of related party transaction is given in Note No. 26

### **Note No. 15**

#### **OTHER CURRENT ASSETS**

Interest accrued :		
Term deposits with banks	5,935	1,984,199
Advance to Employees	14,000	0
Service Tax Receivable	2,982,420	841,841
Prepaid Expenses	12,992	14,913
<b>Total</b>	<b>3,015,346</b>	<b>2,840,953</b>

## MONNET PROJECT DEVELOPERS LTD.

PARTICULARS	YEAR ENDED 31.03.2017	YEAR ENDED 31.03.2016
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### Note No. 16

#### **OTHER INCOME**

##### **Interest**

From Banks deposits	1,448,185	3,183,899
From Loan to related party	29,876,770	24,925,467

##### **Total**

<b>31,324,955</b>	28,109,366
-------------------	------------

### Note No. 17

#### **CHANGES IN INVENTORIES**

##### **AS AT THE BEGINNING OF THE YEAR**

LAND	152,798,000	152,798,000
WORK IN PROGRESS	141,189,100	127,350,193
	<b>293,987,100</b>	280,148,193

##### **AS AT THE END OF THE YEAR**

LAND	152,798,000	152,798,000
WORK IN PROGRESS	176,755,107	141,189,100
	<b>329,553,107</b>	293,987,100

<b>35,566,007</b>	13,838,907
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### Note No. 18

#### **EMPLOYEE BENEFITS EXPENSES**

Salaries and wages*	6,407,687	10,036,424
Staff welfare expenses	3,750	9,500

##### **Total**

<b>6,411,437</b>	10,045,924
------------------	------------

\* Includes:

Remuneration to key managerial personnel	534,336	239,137
--	---------	---------

## **MONNET PROJECT DEVELOPERS LTD.**

PARTICULARS	YEAR ENDED 31.03.2017	YEAR ENDED 31.03.2016
-------------	--------------------------	--------------------------

### **Note No. 19**

#### **FINANCE COSTS**

##### **Interest on :**

Others	1,500,000	0
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<b>1,500,000</b>	<b>0</b>
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### **Note No. 20**

#### **ADMINISTRATION & OTHER EXPENSES**

Electricity & Water charges	1,233	5,716
Rent	4,512,000	72,000
Repairs & maintenance Others	0	18,071
Insurance	411	15,319
Rates and taxes	558,739	850,429
Communication expenses	109,525	102,651
Travelling expenses & Conveyance	712,713	236,725
<u>Auditors' Remuneration</u>		
-- As Audit fee	140,000	125,000
-- For Tax Audit, Certification & Tax Representations	17,500	22,500
-- For Other services	88,000	95,750
Internal Audit Fee	10,000	10,000
Advertisement, publicity & Sales Promotion Expenses	176,197	2,006,033
Legal charges and consultancy fees	447,560	1,224,248
Printing and stationery	127,971	414,376
Vehicle Running & Maintenance	266,685	304,515
Director's Sitting Fee	12,000	11,100
Bank charges	37,423	40,335
Claims Paid	6,300,000	0
Miscellaneous expenses	(14,107)	305,230

<b>Total</b>	<b>13,503,850</b>	<b>5,859,998</b>
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## **MONNET PROJECT DEVELOPERS LIMITED**

### **OTHER NOTES ON ACCOUNTS**

	Current Year	(Rs. In Lacs) Previous Year
21. <b><u>Contingent Liabilities:</u></b>		
In respect of demand notice/orders received from Income Tax Deptt. pending before higher authorities	2403.17	2403.17
22. <b><u>Commitments:</u></b>		
Pending amount of capital contract remaining to be executed (Net of Advances)	539.63	539.63
Liability on account of Enhanced external development Charges	54.65	54.65
Outstanding bank guarantees	13.35	11.35
23. The company has obtained a license from The Director, Town & Country Planning, Haryana, to develop a commercial project on the land acquired under collaboration arrangement. The company has started construction activities on the project during the year. Cost paid for the land along with other directly related costs including internal/external development charges paid to the Authorities are carried over as Inventory in financial statements. During the year amount received towards booking of area in project is carried forward as advance from customers.		
24. Balance confirmations have not been received from some of the parties showing debit/credit balances.		
25. <b><u>Particulars of Sales and Stocks</u></b>	<b>Current Year</b>	<b>Rs. in Lacs</b>
	<b><u>Value</u></b>	<b><u>Previous Year</u></b>
<b><u>Opening Stock</u></b>		
Land & Development Cost	2939.87	2801.48
<b><u>Incurred During The Year</u></b>		
Land & Development Cost	355.66	138.39
<b><u>Closing Stock</u></b>		
Land & Development Cost	3295.53	2939.87
Expenditure in foreign currency	4.46	NIL
26. The Company has during the year not received any information from any vendor regarding their status being registered under Micro, Small and Medium Enterprises Development Act, 2006.		
27. Claim against the company not acknowledged as debt (Rs. In lacs)	NIL	23.03
28. In the opinion of the Management the Current Assets, Loans and Advances have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet except stated otherwise.		

29. Related Party Disclosures:

Related party disclosures in terms of AS 18 on Related Party Transactions:

A. Relationships

**Key Management Personnel** Mr. Mohd Arshad, Chief Finance Officer  
Mr. Gaurav Gupta, Company Secretary

**Associates** Galaxy Monnet Infraheights Pvt. Ltd.

B. The following transactions were carried out with related parties in the ordinary course of business:-

Amount in Rs.

	31.03.2017		31.03.2016	
	Key Managerial Personnel	Associates	Key Managerial Personnel	Associates
Remuneration Paid				
Mr. Mohd Arshad	2,39,792		2,39,137	
Gaurav Gupta	2,94,544		1,98,639	
Closing Balance				
Loan/Capital Advance		35,88,53,278		33,19,64,180
Interest Received		2,98,76,770		2,49,25,467

30. During the year the company has entered into a settlement agreement with a party for resolving certain disputed pending issues. Pursuant to agreement the company has paid Rs. 63.00 lacs as claimand charged the amount paid to Statement of Profit and Loss as expense.

31. Tax Expense is the aggregate of current year income tax and deferred tax charged to the Profit and Loss Account for the year.

a) Current Year Charge:

Income Tax provision of Rs 18.00 Lacs (Previous Year Rs.24.85 lacs) has been made towards MAT u/s 115JB and no tax is payable on regular income.

b) Deferred Tax

Deferred tax asset and liability are recognized on the timing differences between book records and income tax records in accordance with the provisions of AS 22 of Taxes on Income. Keeping in view the uncertainty of future profits for setting off the deferred tax asset the same are not recognized in the books during the year.

32. Earning per share (EPS)–The numerators and denominators used to calculate Basic and Diluted Earning per share: -

	Year Ended 31.03.2017	Year Ended 31.03.2016
Profit attributable to the Equity Shareholders –(A) (Rs in Lacs)	7984850	97,53,649
Basic / Weighted average number of Equity Shares outstanding during the year (B)	74,12,524	74,12,524
Nominal value of Equity Shares (Rs)	10	10
Basic/ Diluted Earning Per Share (Rs) (A)/(B)	1.08	1.32

**Calculation of Profit attributable to Shareholders:**

Profit Before Tax (Rs. in Lacs)	9885265	1,21,90,064
Income Tax/Adjustments	1900000	25,33,585
Deferred Tax	415	0
Profit attributable to Shareholders	7984850	97,53,649

33. Pursuant to para (i) of notification number DNBS (PD) 220/CGM (US)-2011 dated 5th January, 2011 issued by Reserve Bank of India related to core investment companies, the provisions of section 45-IA of RBI Act related to registration as NBFC with the bank are not applicable on the company.
34. Previous period figures have been regrouped or recasted wherever considered necessary.

**FOR O P BAGLA & CO**  
**CHARTERED ACCOUNTANTS**  
**FRN 000018N**

**Rakesh Kumar**  
**Partner**

**J. P. Lath**  
**Director**  
**DIN: 00380076**

**B. D. Bhardwaj**  
**Whole-time Director**  
**DIN: 01779434**

**PLACE : NEW DELHI**  
**DATED : 29.05.2017**

**Gaurav Gupta**  
**Company Secretary**

**Mohd. Arshad**  
**Chief Finance Officer**

## **INDEPENDENT AUDITOR'S REPORT**

**TO THE MEMBERS OF  
MONNET PROJECT DEVELOPERS LIMITED  
NEW DELHI**

### **Report on the Consolidated Financial Statements**

We have audited the accompanying consolidated financial statements of **MONNET PROJECT DEVELOPERS LIMITED** (hereafter referred as the parent company) and its Joint Venture Company (collectively referred to as "the Group"), which comprise the Consolidated Balance Sheet as at 31st March 2017, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### **Management's Responsibility for the Financial Statements**

The Parent company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective board of directors of the companies included in the group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of Consolidated Financial Statements by the directors of the Parent company, as aforesaid.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Parent company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Parent Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements. The financial statements of the joint venture entity are unaudited.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31<sup>st</sup> March 2017, and its consolidated profit, and its consolidated cash flows for the year ended on that date.

### **Other Matters**

We have relied on the unaudited financial statements/financial information of the Joint Venture Company whose financial statements group's share of total assets of Rs. 43.53 crores as at 31<sup>st</sup> March 2017, total revenue of Rs. 14.40 crores and cash flows amounting to Rs. 0.22 crores for the year ended on that date. This unaudited financial statements/financial information have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect this Joint Venture Company are our report in terms of sub-section 3 and 11 of Section 143 of the Act in so far as it relates to the aforesaid jointly controlled entities are based solely on such unaudited financial statements/financial information. In

our opinion the financial statement as referred above are material to the group.

Our opinion on the consolidated financial statements and our report on Other Legal and Regulatory Requirements below is not modified in respect of Other Matters as referred above.

#### Report on Other Legal and Regulatory Requirements

1. Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act is not applicable on Consolidated Financial Statements as referred in proviso to para 2 of the Order.
2. 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 of the aforesaid consolidated financial statements.
  - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and report of other auditors.
  - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the directors of parent company as on 31<sup>st</sup> March, 2017 taken on record by the Board of Directors of Parent company none of the directors is disqualified as on 31<sup>st</sup> March, 2017 from being appointed as a director in terms of Section 164 (2) of the

Act.

- (f) We are enclosing herewith a report in Annexure I for our opinion on adequacy of internal financial controls system in place and the operating effectiveness of such controls.
- (g) 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 Group does not have any pending litigations which may have impact on its financial position.
  - ii. According to the information and explanations provided to us, the Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There are no amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent company wherever applicable.
  - iv. The Group had provided requisite disclosures in its Note No. 36 to the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8<sup>th</sup> November, 2016 to 30<sup>th</sup> December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account and records maintained by the Company and as produced to us by the Management.

**For O. P. BAGLA & CO.**  
**CHARTERED ACCOUNTANTS**  
**Firm Regn. No. 000018N**

**(RAKESH KUMAR)**  
**PARTNER**  
**M. No. 087537**

**PLACE : NEW DELHI**  
**DATED : 29.05.2017**

## **ANNEXURE- I TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

In conjunction with our audit of the consolidated financial statements of the company as of and for the year ended March 31, 2017, We have audited the internal financial controls over financial reporting of **MONNET PROJECT DEVELOPERS LIMITED** (hereinafter referred to as "the Parent company") and its Joint Venture Company (collectively referred to as "the Group"), which are companies incorporated in India, as of that date.

### **Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the Parent company and its Joint Venture Company which are companies incorporated in India, are 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 respective 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 Companies Act, 2013.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Group'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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. 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.

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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

### **Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company;
- (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 financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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**

In our opinion, the Parent company (refer para “Other Matters” hereunder which is company incorporated in India, have, 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 31<sup>st</sup> March, 2017, 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.

**Other Matters**

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting do not include comment on the adequacy and operating effectiveness of the internal financial controls of Joint venture company, which is company incorporated in India, as unaudited financial statements/financial information of Joint venture are consolidated.

**For O. P. BAGLA & CO**  
**CHARTERED ACCOUNTANTS**  
**Firm Regn. No. 000018N**

**(RAKESH KUMAR)**  
**PARTNER**  
**M. No. 087537**

**PLACE : NEW DELHI**  
**DATED : 29.05.2017**

# MONNET PROJECT DEVELOPERS LIMITED

## CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2017

PARTICULARS	Note	AS AT 31.03.2017	AS AT 31.03.2016
<b>EQUITY AND LIABILITIES</b>			
Shareholders' funds			
Share capital	2	74,125,240	74,125,240
Reserves and surplus	3	513,768,561	499,699,767
		587,893,801	573,825,007
Non Current liabilities			
Long-term provisions	4	82,558	0
		82,558	0
Current liabilities			
Short term borrowings	5	212,572,484	168,855,644
Trade Payables	6	9,941,302	10,384,325
Other current liabilities	7	382,022,513	432,153,553
Short-term provisions	8	3,553,917	1,600,824
		608,090,215	612,994,345
<b>TOTAL</b>		<b>1,196,066,574</b>	<b>1,186,819,351</b>
<b>ASSETS</b>			
Non-current assets			
Fixed assets			
Tangible assets	9	1,047,165	668,289
Intangible assets	9A	116,767	207,723
Non-current investments	10	202,062,800	202,062,800
Deferred tax assets (net)	11	52,601	0
Long-term loans and advances	12	27,854,186	26,687,333
Other Non current assets	13	10,008,748	15,828,932
		241,142,267	245,455,077



# MONNET PROJECT DEVELOPERS LIMITED

## CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2017

PARTICULARS	Note	AS AT 31.03.2017	AS AT 31.03.2016
Current assets			
Inventories	14	695,439,844	666,236,742
Trade Receivables	15	45,271,536	0
Cash and bank balances	16	4,631,225	36,611,137
Short-term loans and advances	17	199,199,001	229,394,052
Other current assets	18	10,382,701	9,122,344
		954,924,307	941,364,274
TOTAL		1,196,066,574	1,186,819,351

### SIGNIFICANT ACCOUNTING POLICIES

1

The accompanying notes form an integral part of these financial statements.

In terms of our report of even date annexed

**FOR O P BAGLA & CO**  
**CHARTERED ACCOUNTANTS**  
**FRN 000018N**

**Rakesh Kumar**  
**PARTNER**

**J.P. Lath**  
**DIRECTOR**  
**DIN: 00380076**

**B.D. Bhardwaj**  
**DIRECTOR**  
**DIN: 01779434**

**PLACE : NEW DELHI**  
**DATED : 29.05.2017**

**Gaurav Gupta**  
**COMPANY SECRETARY**

**Mohd. Arshad**  
**CHIEF FINANCE OFFICER**

# MONNET PROJECT DEVELOPERS LTD.

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2017

PARTICULARS	NOTE	YEAR ENDED 31.03.2017	YEAR ENDED 31.03.2016
<u>Revenue</u>			
<u>Revenue from operations</u>			
Sales of area		143,991,399	71,335,653
Other income	19	16,840,271	17,827,181
Total Revenue		160,831,670	89,162,833
<u>Expenses</u>			
Project Cost, Construction and Allied Expenses		134,885,143	161,523,401
Changes in Inventories	20	(25,473,544)	(122,484,343)
Employee benefits expense	21	6,411,437	10,045,924
Finance Cost	22	1,500,000	0
Depreciation & amortisation	9 & 9A	354,292	157,689
Administration & other expenses	23	25,052,999	25,487,111
Total expenses		142,730,326	74,729,782
Profit before exceptional and extraordinary items & tax		18,101,344	14,433,051
Tax expense:			
<u>CURRENT TAX</u>			
CURRENT YEAR		4,032,136	2,925,085
MAT CREDIT ADJUSTMENT/ENTITLEMENT		0	276,780
ADJUSTMENT OF EARLIER YEAR		415	(48,585)
DEFERRED TAX		0	(1,364,110)
Profit for the year from continuing operation		14,068,794	12,643,882
Earnings per Share		1.90	1.71
SIGNIFICANT ACCOUNTING POLICIES	1		
The accompanying notes form an integral part of these financial statements.			
In terms of our report of even date annexed			

**FOR O P BAGLA & CO**  
**CHARTERED ACCOUNTANTS**  
**FRN 000018N**

**Rakesh Kumar**  
**PARTNER**

**J.P. Lath**  
**DIRECTOR**  
**DIN: 00380076**

**B.D. Bhardwaj**  
**DIRECTOR**  
**DIN: 01779434**

**PLACE : NEW DELHI**  
**DATED : 29.05.2017**

**Gaurav Gupta**  
**COMPANY SECRETARY**

**Mohd. Arshad**  
**CHIEF FINANCE OFFICER**

# MONNET PROJECT DEVELOPERS LIMITED

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31<sup>ST</sup> MARCH, 2017

	2016-2017 (Amount in Rs.)	2015-2016 (Amount in Rs.)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before tax and Extra Ordinary Items	18,101,344	14,433,051
Adjusted for :		
Depreciation	354,292	157,689
Preliminary Expenses/Misc.Expenditure		0
Interest Received	(16,840,271)	(17,827,181)
Interest Paid		0
Profit / Loss on Sale of Fixed Assets		0
Interest Paid	1,500,000	0
	(14,985,979)	0
		(17,669,492)
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	3,115,365	(3,236,441)
Adjusted for :		
Trade & Other Receivables	(16,052,076)	104,117,450
Inventories	(29,203,102)	(122,460,644)
Trade Payable	(50,230,462)	12,111,541
	(95,485,640)	(6,231,653)
<b>CASH GENERATED FROM OPERATIONS</b>	(92,370,275)	(9,468,094)
Direct Taxes Paid	(3,568,833)	(4,335,421)
Extraordinary Items	(3,568,833)	0
	(3,568,833)	(4,335,421)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	(95,939,108)	(13,803,515)
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	(642,213)	(249,270)
Purchase of Investments	(1,166,853)	(513,800)
Increase/Decrease in Non current cash & bank balances	41,169,648	(4,936,128)
Interest Received	16,840,271	17,827,181
Dividend Received		0
	56,200,854	12,127,983
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	56,200,854	12,127,983
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Issue of Share Capital		0
Proceeds from Long Term Borrowings		0
Proceeds from Short Term Borrowings	43,716,840	0
Dividend & Dividend Taxes Paid		0
Interest Paid	(1,500,000)	0
	42,216,840	0
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	42,216,840	0
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	2,478,585	(1,675,532)
Cash and Cash Equivalents as at beginning of the year	2,052,640	3,728,172
Cash and Cash Equivalents as at end of the year	4,531,225	2,052,640

IN TERMS OF OUR REPORT OF EVEN DATE ANNEXED

**FOR O P BAGLA & CO**  
**CHARTERED ACCOUNTANTS**  
**FRN 000018N**

**Rakesh Kumar**  
**PARTNER**

**J.P. Lath**  
**DIRECTOR**  
**DIN: 00380076**

**B.D. Bhardwaj**  
**DIRECTOR**  
**DIN: 01779434**

**PLACE : NEW DELHI**  
**DATED : 29.05.2017**

**Gaurav Gupta**  
**COMPANY SECRETARY**

**Mohd. Arshad**  
**CHIEF FINANCE OFFICER**

## **MONNET PROJECT DEVELOPERS LIMITED**

### **NOTE- 1**

#### **SIGNIFICANT ACCOUNTING POLICIES TO THE CONSOLIDATED BALANCE SHEET AND STATEMENT OF PROFIT & LOSS**

##### **1. Principles of Consolidation**

The consolidated financial results of Monnet Project Developers Ltd ("the Company") and its Joint Venture Company have been prepared on the following basis:-

- a) The financial statements of the Company and its Joint Venture Company have been consolidated in proportion of the holding by the parent company on a line-by-line basis by adding together with the book value of like items of assets, liabilities and after eliminating the inter Joint Venture balances in accordance with Accounting Standard (AS) 27- "Financial Reporting of Interests in Joint Ventures".
- b) As far as possible the consolidated financial statements have been prepared using uniform accounting policies for like transactions and in similar circumstances and are presented to the extent possible in the same manner as the company's separate financial statements.
- c) Particulars of Joint Venture Company considered in the consolidated financial statements are: -

Name of the Subsidiary	Country of Incorporation	Proportion of ownership interest
Galaxy Monnet Infraheights Ltd. (Earlier Galaxy Monnet Infraheights Pvt. Ltd)	India	50%

##### **2. Basis of Accounting**

The Company has prepared its financial statements on historical cost basis in accordance with generally accepted accounting principles and also in accordance with the requirements of the Companies Act, 2013 and accounting standards as specified in Section 133 of the Act read with Rule 7 of Companies (Accounts) Rule 2014.

##### **3. Income and Expenditure**

Accounting of Income & Expenditure is done on accrual basis. The company follows Percentage of completion method for revenue recognition in real estate project. According to the method revenue is recognized on the basis of completion of project upto a certain level which is considered a reliable % of total estimated cost of project excluding land cost.

##### **4. Fixed Assets & Depreciation**

- a) Fixed assets are stated at their original cost of

acquisition inclusive of inward freight, duties and expenditure incurred in the acquisition, construction & installation.

- b) Depreciation is charged on Straight Line Method on the basis of useful life provided in Schedule II of the Companies Act 2013.

##### **5. Investments**

Long term investments are stated at original cost of acquisition. Dividend on Investment is accounted for in the year of declaration.

##### **6. Inventories**

Inventories of land and development cost has been valued at cost. Incidental expenses directly related to the real estate development project cost has been included in cost of project.

##### **7. Employee Benefits**

In view of miniscule number of employees in the company liability for employee benefits has been provided on arithmetical basis on gross liability on balance date for which the employee is eligible on last drawn salary.

##### **8. Contingent Liabilities**

Contingent Liabilities are determined on the basis of available information and are disclosed by way of notes to the accounts.

##### **9. Cash and cash equivalents**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short term investments with an original maturity of three months or less.

10. Unless specifically stated to be otherwise, these policies are consistently followed.

## MONNET PROJECT DEVELOPERS LIMITED

PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
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### Note No. 2

#### SHARE CAPITAL

#### Equity Share Capital

#### AUTHORISED

2,25,00,000 shares of par value of Rs.10/- each (Previous Year: 2,25,00,000 shares of par value of Rs.10/- each )	225,000,000	225,000,000
	225,000,000	225,000,000

#### ISSUED, SUBSCRIBED AND FULLY PAID-UP

74,12,524 shares of par value of Rs.10/- each (Previous Year: 74,12,524 shares of par value of Rs.10/- each)	74,125,240	74,125,240
Total	74,125,240	74,125,240

#### NOTES:

- a) During the year, the parent company has not issued or bought back any Equity shares . Following is the reconciliation of number of shares outstanding as at the beginning of the year and end of the year

PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
Number of shares outstanding as at the beginning of the year	7,412,524	7,412,524
Number of shares outstanding as at the closing of the year	7,412,524	7,412,524

- b) 'The company has only one class of shareholder i.e. equity shares. The holders of the equity shares are entitled to receive dividends as declared from time to time and are entitled to vote at meetings of the Company.
- c) There are no holding or subsidiary companies of the parent company.
- d) Following share holders held more than 5% shares in the parent company as at the end of the year:

S. NO.	Particulars	31.03.2017 No of shares (%)	31.03.2016 No of shares (%)
1	PAVITRA COMMERCIALS LTD	1199980 (16.19)	1199980 (16.19)
2	KAMDHENU ENTERPRISES LTD	2563798 (34.59)	2563798 (36.21)
3	CECIL WEBBER ENGINEERING LTD	1328267 (17.92)	1328267 (17.92)

- e) The company has not issued shares for a consideration other than cash or bonus shares and has not bought back any share during the immediately preceding 5 years.

## MONNET PROJECT DEVELOPERS LIMITED

PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
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### Note No. 3

#### RESERVES AND SURPLUS

##### Capital Reserve : As per last balance sheet

Reconstruction Reserve	36,752,292	36,752,292
Share Forfeited Account	734,483	734,483

37,486,774	37,486,774
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##### Securities premium Account

As per last Balance Sheet	220,875,720	220,875,720
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220,875,720	220,875,720
-------------	-------------

##### Surplus

As per last balance sheet	241,337,272	228,693,390
Add: Profit for the year from Statement of Profit & Loss	14,068,794	12,643,882

255,406,066	241,337,272
-------------	-------------

Total	513,768,561	499,699,767
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### Note No. 4

#### LONG TERM PROVISIONS

##### Provision for Gratuity Obligation

As per last balance sheet	0	0
Additions during the year	82,558	0
Amount paid/adjusted during the year	0	0

82,558	0
--------	---

### Note No. 5

#### SHORT TERM BORROWINGS

##### UNSECURED :

Short term corporate loan	10,000,000	0
(carries rate of interest of 18% p.a.)		
From Related Parties*	202,572,484	168,855,644

\* Share of company in loans obtained by Joint Venture Entity

Total	212,572,484	168,855,644
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# MONNET PROJECT DEVELOPERS LIMITED

PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
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## Note No. 6

### TRADE PAYABLES

For Goods & Services *	9,941,302	10,384,325
Total	9,941,302	10,384,325

\*There is no amount payable to Micro and Small Enterprises under MSMED Act 2006 as at the end of the year.

## Note No. 7

### OTHER CURRENT LIABILITIES

Provision for Expenses	803,196	1,091,951
Statutory Dues Payable	5,667,089	3,907,852
Advances from customers	16,761,789	43,815,441
Other liabilities	358,790,439	383,338,310
Total	382,022,513	432,153,553

## Note No. 8

### SHORT TERM PROVISIONS

#### Provision for Earned Leave Liability

As per last balance sheet	1,160,739	2,933
Additions during the year	261,042	1,157,806
	1,421,781	1,160,739

#### Provision for current tax

As per last balance sheet	440,085	2,002,006
Provided during the year	2,132,551	-
Amounts adjusted/paid during the year	440,500	1,561,921
	2,132,136	440,085

Total	3,553,917	1,600,824
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# **MONNET PROJECT DEVELOPERS LIMITED**

Note No. 9

## **FIXED ASSETS**

### **TANGIBLE ASSETS**

DESCRIPTION	Gross Block			Depreciation/Amortisation			Net Block	
	As at 01.04.2016	Additions	Deductions/ Adjustments	As at 31.03.2017	Upto 01.04.2016	For the year	As at 31.03.2017	As at 31.03.2016
Land :								
(including development expenses)								
Freehold	186,530			186,530	0		186,530	186,530
Furniture and fixtures	837,447	204,963		1,042,410	541,727	63,102	437,581	295,720
Vehicles	29,786	375,000		404,786	7,582	70,927	326,277	22,203
Office Equipment	1,788,317		1,459,765	328,552	1,646,260	65,091	1,459,765	142,056
Office Renovation	2,639,239		2,639,239	0	2,639,239	0	0	0
EDP, WP machines	1,981,640	14,250	1,848,368	147,522	1,959,861	16,218	1,848,368	21,779
Current Year	7,462,958	594,213	5,947,372	2,109,799	6,794,669	215,337	1,047,165	668,289
Previous Year	7,213,688	249,270	0	7,462,958	6,677,295	117,374	668,289	536,393

Note No. 9A

## **FIXED ASSETS**

### **INTANGIBLE ASSETS**

DESCRIPTION	Gross Block			Depreciation/Amortisation			Net Block	
	As at 01.04.2016	Additions	Deductions/ Adjustments	As at 31.03.2017	Upto 01.04.2016	For the year	As at 31.03.2017	As at 31.03.2016
Comuter Softwares	268,765	48,000		316,765	61,042	138,955	116,768	207,723
Current Year	268,765	48,000	0	316,765	61,042	138,955	116,768	207,723
Previous Year	768,765	0	0	268,765	20,728	40,315	207,723	248,037



# MONNET PROJECT DEVELOPERS LIMITED

PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
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## Note No. 10

### NON CURRENT INVESTMENTS

#### Other, Non-Trade

Equity Instruments (fully paid up-unless otherwise stated)

#### Unquoted

1058880 Equity Shares of Cambridge Construction (Delhi)

Ltd @ Rs. 10/- per share\*

202,013,800

202,013,800

\* Pending transfer of shares in name of the parent company holding is not considered for the purpose of ascertaining the status as subsidiary/associate.

9800 Equity Shares of Magnum Maintenance Services Pvt Ltd

49,000

49,000

@ Rs.10/- per share\*

\*represents value to the extent of share in joint venture entity

#### Total

202,062,800

202,062,800

#### Unquoted Investments

#### Book Value

202,062,800

202,062,800

- a) Non-Current investments have been valued considering the significant accounting policy no.5 disclosed in Note no. 1 to these financial statement.

## Note No. 11

### DEFERRED TAX ASSETS

- As at beginning of the year

0

0

- Additional adjustment for the current period

52,601

0

52,601

0

## Note No. 12

### LONG TERM LOANS AND ADVANCES

(Unsecured Considered good, unless otherwise stated)

#### DEPOSITS

Security Deposits

1,291,653

124,800

#### CAPITAL ADVANCES

Others

26,562,533

26,562,533

#### Total

27,854,186

26,687,333

## MONNET PROJECT DEVELOPERS LIMITED

PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
-------------	---------------------	---------------------

### Note No. 13

#### OTHER NON CURRENT ASSETS

Advance tax deposit & tax deducted at source	8,116,315	7,472,982
Less Income Tax Provision	(1,900,000)	(2,485,000)
Non Current bank deposits maturing beyond twelve months (Pledged with the bank against bank guarantee)	3,770,240	10,533,991
Mat Credit Entitlement	22,193	306,960

10,008,748	15,828,932
------------	------------

### Note No. 14

#### INVENTORIES

(As taken value and certified by the management)

Land	152,798,000	152,798,000
Work in Progress	542,641,844	513,438,742

695,439,844	666,236,742
-------------	-------------

- a) Inventories have been valued considering the significant accounting policy no.6 disclosed in Note no. 1 to these financial statement.

### Note No. 15

Unsecured considered good

Outstanding for a period exceeding six months

Others	45,271,536	0
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45,271,536	0
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### Note No. 16

#### CASH & BANK BALANCES

#### CASH & CASH EQUIVALENTS

Balances with banks	3,813,263	1,650,564
Cash on hand	717,962	402,076

4,531,225	2,052,640
-----------	-----------

#### OTHER BANK BALANCES:

Bank deposits in escrow account/pledged as margin against bank guarantee with original maturity of less than 3 months

100,000	34,558,497
100,000	34,558,497

Total	4,631,225	36,611,137
-------	-----------	------------

## MONNET PROJECT DEVELOPERS LIMITED

PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
-------------	---------------------	---------------------

### Note No. 17

#### SHORT TERM LOANS AND ADVANCES

(Considered good, unless otherwise stated)

#### LOANS

To a related party*	180,601,639	165,982,090
---------------------	-------------	-------------

\*represents share of the company to the extent of other shareholding in joint venture entity

#### ADVANCES

Employees	650,873	55,000
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Others	17,946,489	63,356,962
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Total	199,199,001	229,394,052
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\* Disclosure of related party transaction is given in Note No. 32

### Note No. 18

#### OTHER CURRENT ASSETS

Interest accrued :

Term deposits with banks	5,935	3,384,199
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Advance to Employees	14,000	0
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Service Tax/Cenvat Receivable	10,323,022	5,723,232
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Prepaid Expenses	39,745	14,913
------------------	--------	--------

Total	10,382,701	9,122,344
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## MONNET PROJECT DEVELOPERS LIMITED

PARTICULARS	YEAR ENDED 31.03.2017	YEAR ENDED 31.03.2016
-------------	--------------------------	--------------------------

### Note No. 19

#### OTHER INCOME

##### Interest

From Banks deposits

1,901,886

5,364,447

From Loan to related party\*

14,938,385

12,462,734

\* to the extent of share in Joint venture entity held by others

Total

16,840,271

17,827,181

### Note No. 20

#### CHANGES IN INVENTORIES

##### AS AT THE BEGINNING OF THE YEAR

Land

152,798,000

152,798,000

Work in Progress

513,438,742

390,954,400

ADD: Adjustment as per Audited Balance Sheet of JV Company

3,729,558

0

669,966,300

543,752,400

##### AS AT THE END OF THE YEAR

Land

152,798,000

152,798,000

Work in Progress

542,641,844

513,438,742

695,439,844

666,236,742

25,473,544

122,484,343

### Note No. 21

#### EMPLOYEE BENEFITS EXPENSES

Salaries and wages\*

6,407,687

10,036,424

Staff welfare expenses

3,750

9,500

Total

6,411,437

10,045,924

\* Includes:

Remuneration to Key Managerial Person

534,336

239,137

### Note No. 22

#### FINANCE COSTS

Interest on :

Others

1,500,000

0

Total

1,500,000

0

## MONNET PROJECT DEVELOPERS LIMITED

PARTICULARS	YEAR ENDED 31.03.2017	YEAR ENDED 31.03.2016
-------------	--------------------------	--------------------------

### Note No. 23

#### ADMINISTRATION & OTHER EXPENSES

Electricity & Water charges	56,869	5,716
Rent	7,256,148	2,471,988
Repairs & maintenance Others	439,246	477,878
Insurance	411	15,319
Rates and taxes	792,552	1,247,791
Communication expenses	173,702	185,554
Travelling expenses & Conveyance	782,301	398,434
<u>Auditors' Remuneration</u>		
-- As Audit fee	170,000	125,000
-- For Tax Audit, Certification & Tax Representations	17,500	22,500
-- For Other services	88,000	95,750
Internal Audit Fee	10,000	10,000
Advertisement, publicity & Sales Promotion Expenses	375,784	2,516,609
Legal charges and consultancy fees	1,059,447	1,901,498
Printing and stationery	154,541	476,189
Vehicle Running & Maintenance	276,113	312,327
Director's Sitting Fee	12,000	11,100
Bank charges	84,402	55,321
Claims Paid	6,300,000	0
Other Project Expenses	4,618,134	5,194,300
Commission & Brokerage	1,971,635	8,947,485
Miscellaneous expenses	414,216	1,016,354

Total	25,052,999	25,487,111
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# **MONNET PROJECT DEVELOPERS LIMITED**

## **OTHER NOTES ON ACCOUNTS**

		<b><u>(Rs. In Lacs)</u></b>	
		<b>Current Year</b>	<b>Previous Year</b>
24.	<b><u>Contingent Liabilities:</u></b>		
	In respect of demand notice/orders received from Income Tax Deptt. pending before higher authorities	<b>2403.17</b>	<b>2403.17</b>
25.	<b><u>Commitments:</u></b>		
	Pending amount of capital contract remaining to be executed (Net of Advances)	<b>539.63</b>	539.63
	Liability on account of Enhanced external development Charges	<b>54.65</b>	54.65
	Outstanding bank guarantees	<b>13.35</b>	11.35
26.	Balance confirmations have not been received from some of the parties showing debit/credit balances.		
27.		<b><u>(Rs. In Lacs)</u></b>	
	<b><u>Particulars of Sales and Stocks</u></b>	<b>Previous Year Value</b>	<b>Current Year Value</b>
	<b><u>Opening Stock</u></b>		
	Land & Development Cost	<b>6662.37</b>	5437.52
	<b><u>Incurred During The Year</u></b>		
	Land & Development Cost	<b>1348.85</b>	1615.23
	<b><u>SALES</u></b>		
	Sales of Area	<b>1439.91</b>	713.36
	<b><u>Closing Stock</u></b>		
	Land & Development Cost	<b>6954.40</b>	6662.37
28.	Expenditure in Foreign Currency	<b>4.46</b>	Nil
29.	The Company has during the year not received any information from any vendor regarding their status being registered under Micro, Small and Medium Enterprises Development Act, 2006.		
30.	Claim against the company not acknowledged as debt (Rs. In lacs)	<b>Nil</b>	<b>8.65</b>
31.	In the opinion of the Management the Current Assets, Loans and Advances have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet except stated otherwise.		

### 32. Related Party Disclosures:

Related party disclosures in terms of AS 18 on Related Party Transactions:

#### A. Relationships

**Key Management Personnel** Mr. Gaurav Gupta, Company Secretary  
Mr. Mohd Arshad, Chief Finance Officer

**Joint Venture** Galaxy Monnet Infraheights Ltd.

B. The following transactions were carried out with related parties in the ordinary course of business:-

Rs. In Lacs				
	31.03.2017		31.03.2016	
	Joint Venture (To the extent not eliminated)	Key Managerial Personnel	Joint Venture (To the extent not eliminated)	Key Managerial Personnel
<b>Remuneration Paid</b>				
Mr. Mohd Arshad		2.40		2.39
Gaurav Gupta		2.94		1.99
<b>Interest Received</b>	149.38		124.63	
<b>Closing Balance</b>				
Loan/Capital Advance	1794.27		1659.82	

33. During the year the company has entered into a settlement agreement with a party for resolving certain disputed pending issues. Pursuant to agreement the company has paid Rs. 63.00 lacs as claim and charged the amount paid to Statement of Profit and Loss as expense.

34. Tax Expense is the aggregate of current year income tax and deferred tax charged to the Profit and Loss Account for the year.

#### a) Current Year Charge:

Income Tax provision of Rs 40.32Lacs has been made towards tax payable on regular income.

#### b) Deferred Tax

Deferred tax asset and liability are recognized on the timing differences between book records and income tax records in accordance with the provisions of AS 22 of Taxes on Income.

35. Earning per share (EPS)–The numerators and denominators used to calculate Basic and Diluted Earning per share: -

	Year Ended 31.03.2017	Year Ended 31.03.2016
Profit attributable to the Equity Shareholders –(A) (Rs in Lacs)	140.69	126.44
Basic / Weighted average number of Equity Shares outstanding during the year (B)	7412524	7412524
Nominal value of Equity Shares (Rs)	10	10
Basic/ Diluted Earnings Per Share (Rs)-(A)/(B)	1.90	1.71

**Calculation of Profit attributable to Shareholders:**

Profit Before Tax (Rs. in Lacs)	181.01
Income Tax/Adjustments	-40.32
Deferred Tax	0.00
Profit attributable to Shareholders	140.69

- 36.

<b>Specified Bank Notes (SBN) disclosure</b>				
<b>Disclosure related to details of Specified Bank Notes (SBN) held and transacted during the period 08 November 2016 to 30 December 2016:</b>				
Particulars		SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016		10,37,500	52,839	10,90,339
(+) Withdrawal from Bank accounts		-	6,68,000	6,68,000
(+) Permitted receipts		-	-	-
(-) Permitted payments		-	3,94,300	3,94,300
(-) Amount deposited in Banks		10,37,500	-	10,37,500
Closing cash in hand as on 30.12.2016		-	3,26,539	3,26,539

37. **Disclosure as per Schedule III to the Companies Act-2013**

Name of the entity	Net Assets i.e., total assets minus total liabilities as at 31.03.2017		Share in Profit or Loss for the year 2016-17	
	As % of Consolidated net assets	Amount (Rs. In Lacs)	As % of Consolidated profit or loss	Amount (Rs. In Lacs)
A. Parent	95.89%	5637.56	66.54%	93.62
B. Joint Venture Galaxy Monnet Infraheights Ltd.	4.11%	241.38	33.46%	47.07

38. Statement containing salient feature of financial statement of joint venture company pursuant to sub section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014.



## Joint Venture

S. No.	Particulars		
1	Name of Joint Ventures		Galaxy Monnet Infraheights Ltd.
2	Latest audited Balance Sheet Date		31.03.2016
3	Shares of Joint Ventures held by the company on the year end		15,00,000
4	Amount of Investment in Joint Venture	In Rs.	1,50,00,000
	Extend of Holding %		50.00%
5	Description of how there is significant influence		More than 20% holding
6	Reason why the joint venture is not consolidated		Proportionately consolidated as per AS 27
7	Networth attributable to Shareholding as per latest audited Balance Sheet	In Lacs	388.62 Lacs (50% hold by parent co.Rs. 194.31 Lacs)
8	Profit / Loss for the year		
	i. Considered in Consolidation	In Lacs	47.07
	ii. Not Considered in Consolidation	In Lacs	47.07

**FOR O P BAGLA & CO**  
**CHARTERED ACCOUNTANTS**  
**FRN 000018N**

**Rakesh Kumar**  
**PARTNER**

**J.P. Lath**  
**DIRECTOR**  
**DIN: 00380076**

**B.D. Bhardwaj**  
**DIRECTOR**  
**DIN: 01779434**

**PLACE : NEW DELHI**  
**DATED : 29.05.2017**

**Gaurav Gupta**  
**COMPANY SECRETARY**

**Mohd. Arshad**  
**CHIEF FINANCE OFFICER**





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