

Chavda Infra Pvt. Ltd.

218, Platinum Plaza,
Nr. Judge's Bungalow Cross Road,
Bodakdev, Ahmedabad-54.
Mobile : 98795 40013
Ph. Off. : 26851721
E-mail : chavdainfra21@yahoo.com
Website: www.chavdainfra.com

NOTICE

Notice is hereby given that the Annual General Meeting of the Company will be held on Sunday, 30th September, 2018 at 11:00 A.M. at the Registered Office of the Company to transact the following Business:

ORDINARY BUSINESS:

To consider and if thought fit to pass, the following as **Ordinary Resolutions:**

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2018 including Audited Balance Sheet as at 31.03.2018 and statement of Profit and Loss account for the period ended on 31.03.2018 and Cash Flow Statement on that date along with the reports of Board of Directors and Auditors thereon.
2. To take note of the appointment of M/S. Dimple V. Shah, Chartered Accountants.
3. To declare dividend.

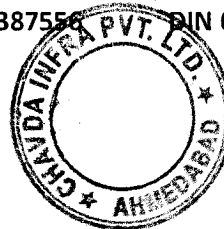
Date: 01/09/2018
Place: Ahmedabad

By Order of the Board
For, Chavda Infra Private Limited



Mahesh Chavda
Director
DIN 06387556

Johil Chavda
Director
DIN 06387563



NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy must be a member of the company.
2. Proxies in order to be effective should be duly completed stamped and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the conclusion of the meeting.

Date: 01/09/2018

Place: Ahmedabad

**By Order of the Board
For, Chavda Infra Private Limited**

**Mahesh Chavda
Director
DIN 06387556**

**Johil Chavda
Director
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DIRECTORS' REPORT

To
The Members,
Chavda Infra Private Limited

Your directors have pleasure in presenting Annual Report of the Company together with audited statements of accounts for the Period ended on 31st March, 2018.

FINANCIAL RESULTS	F.Y 2017-2018	F.Y. 2016-2017
Revenue from operations	52,68,51,862.00	25,66,66,936.00
Other income	2,43,689.00	99,055.00
Total Income	52,70,95,551.00	25,67,65,991.00
Total expenses	50,28,00,441.00	24,34,72,984.00
Profit/(Loss) Before Depreciation	2,42,95,110.00	1,32,93,007.00
Less: Depreciation	1,17,11,507.00	77,39,996.00
Profit/(Loss) Before Tax	1,25,83,603.00	55,53,011.00
Less: Tax		
1. Current Tax	36,00,000.00	18,00,000.00
2. Deferred Tax	(1,94,749.00)	(2,42,929.00)
Profit for the year	91,78,352.00	39,95,940.00

CURRENT YEAR PERFORMANCE

During the current year under review total Gross Income of the Company is Rs. 52,68,51,862.00 for the year which is higher compared to the previous year.

DIVIDEND:

The total outgo of dividend to be paid to the shareholders will be Rs. 104932/-.

TRANSFER TO RESERVES

The Company has transferred Rs. 1,00,000 to General reserves during the year.

CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Jeet Chavda resigned as the director of the company with effect from 15.10.2017.

CHANGE IN THE NATURE OF BUSINESS IF ANY

There is no change in nature of Business of Company.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Since there was no unpaid/unclaimed dividend, the provisions of Section 125 of the Companies Act, 2013 do not apply.

PUBLIC DEPOSITS:

During the year under report, the Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

AUDITORS:

M/S. Dimple V. Shah , Chartered Accountants, who were appointed as the Statutory Auditors of the Company for period of 4 years upto the conclusion of Annual General Meeting to be held in year 2019. The consent for appointment of **M/S. Dimple V. Shah, Chartered Accountants** as Statutory Auditors of the Company hereby received in accordance with the provision of Section 139 of Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014.

DECLARATION OF INDEPENDENT DIRECTORS

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to our Company.

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

The provisions of Section 134(1) (m) of the Companies Act, 2013 do not apply to our Company. There was no foreign exchange inflow or Outflow during the year under review.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company has not given Loans, Investments in securities or Guarantee during the year under review.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

There is no material transaction with related party which were in conflict with interest of the company as under section 134(3)(h) of the Companies Act, 2013 and rule 8(2) of the Companies (Accounts) Rules, 2014. The related party disclosures as required under AS-18 set out in Notes of the Financial Statements.

EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS

There were no qualifications, reservations or adverse remarks made by the Auditors in their report. The provisions relating to submission of Secretarial Audit Report is not applicable to the Company.

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

The company has issued Bonus Shares of Rs. 99,00,000/- during the financial year. No other material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

ANNUAL RETURN:

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in Annexure A and is attached to this Report.

NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW

During the Financial Year 2017-18, the Board of Directors duly met 8 times, which is summarized in below table and the intervening gap between two meetings was within the period prescribed under Section 173 of the Companies Act, 2013 along with Rules made there under.

Further, the status of attendance of Board Meeting by each of Director is as follows:-

S. No.	Date of Meeting	Board Strength	No. of Directors Present
1.	30/06/2017	4	4
2.	14/07/2017	4	4
3.	01/09/2017	4	4
4.	15/10/2017	3	3
5.	15/12/2017	3	3
6.	05/02/2018	3	3
7.	21/03/2018	3	3
8.	31/03/2018	3	3

COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

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

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii. The directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
- iii. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. The directors had prepared the annual accounts on a going concern basis.
- v. The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi. The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint venture or Associate Company.

CORPORATE SOCIAL RESPONSIBILITY

As per Companies Act 2013, the provision of CSR is not applicable on the company.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OF TRIBUNALS

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

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

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

There was no case filled during the year, under the sexual harassment of women at workplace (Prevention, Prohibition & Redressed) Act, 2013. Further Company ensures that there is a healthy and safe atmosphere for every women employee at the workplace and made the necessary policies for safe and secure environment for women employee.

INDUSTRIAL RELATIONS

The Directors are pleased to report that the relations between the employees and the management continued to remain cordial during the year under review.

RISK MANAGEMENT

Periodic assessments to identify the risk areas are carried out and management is briefed on the risks in advance to enable the company to control risk through a properly defined plan. The risks are classified as financial risks, operational risks and market risks. The risks are taken into account while preparing the annual business plan for the year. The Board is also periodically informed of the business risks and the actions taken to manage them. The Company has formulated a policy for Risk management with the following objectives:

- Provide an overview of the principles of risk management
- Explain approach adopted by the Company for risk management
- Define the organizational structure for effective risk management
- Develop a "risk" culture that encourages all employees to identify risks and associated opportunities and to respond to them with effective actions.
- Identify, access and manage existing and new risks in a planned and coordinated manner with minimum disruption and cost, to protect and preserve Company's human, physical and financial assets.

DETAILS IN RESPECT OF ADEQUACY OF FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

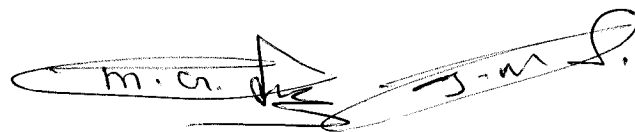
Your Company has strong Internal Controls and Management systems. These systems enable the Company to comply with Internal Company policies, procedures, standard guidelines and local laws to help protect Company's Assets and Confidential information against financial losses and unauthorized use. Further, Company has not appointed Internal Auditor during the year under review as the said provisions are not applicable to the Company.

ACKNOWLEDGEMENT

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

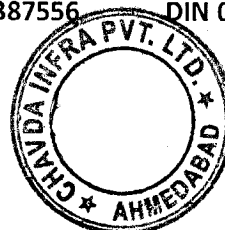
Date: 01/09/2018
Place: Ahmedabad

**By Order of the Board
For, Chavda Infra Private Limited**



Mahesh Chavda
Director
DIN 06387556

Johil Chavda
Director
DIN 06387563



ANNEXURE - I

Form No.MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2018

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

I. REGISTRATION AND OTHER DETAILS:

i.)	CIN :	U45204GJ2012PTC072245
ii.)	Registration Date:	08.10.2012
iii.)	Name of the Company:	Chavda Infra Private Limited
iv.)	Category / Sub-Category of the Company:	Limited by shares
v.)	Address of the registered office and contact details:	218, Platinum Plaza, Nr. Judges Bungalow Cross Road, Bodakdev, Ahmedabad- 380054
vi)	Whether listed company :	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any:	Not Applicable

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:-

SR. No.	Name and Description of main Products/ Services	NIC Code of the Product/ service	% total turnover of the company
1.	Construction	41001	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES – N.A.

S. No	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary / Associate	% Of Shares Held	Applicable Section
NA					

e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	10,000	10,000	100	-	10,00,000	10,00,000	100	-

(ii) Shareholding of Promoters-

Sr no.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company/	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1.	Mahesh Chavda	5,000	50	-	5,00,000	50	-	
2.	Johil Chavda	5,000	50	-	2,50,000	25		
3.	Dharmistha Chavda	-	-	-	2,50,000	25		
	Total	10,000		-	10,00,000		-	-

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

No Change in promoters' shareholding during the year

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	10,000	100	10,000	1
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):			9,90,000	99
	At the end of the year	10,000	100	10,00,000	100

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, promoters and Holders of GDRs and ADRs):-

Sr.No.	Names of Top 10 Shareholders of the company	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

NA

(v)Change in Shareholding of Directors and Key Managerial Personnel: -

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Balance Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year					
1.	Mahesh Chavda	5000	50	5000	50
2.	Johil Chavda	5000	50	5000	50
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):					
Event: Transfer of shares Date: 14.07.2017 -2500 Equity shares transferred from Mahesh Chavda to Jeet Chavda -2500 Equity Shares transferred from Johil Chavda to Dharmistha Chavda					
1.	Mahesh Chavda	(2500)	25	2500	25
2.	Johil Chavda	(2500)	25	2500	25
3.	Jeet Chavda	2500	25	2500	25
4.	Dharmistha Chavda	2500	25	2500	25
Event: Bonus Shares Issued Date of Event: 29.03.2018 2,47,500 Shares Issued to each shareholder					
1.	Mahesh Chavda	2,47,500		2,50,000	25
2.	Johil Chavda	2,47,500		2,50,000	25
3.	Jeet Chavda	2,47,500		2,50,000	25
4.	Dharmistha Chavda	2,47,500		2,50,000	25
Event: Transfer of shares Date: 31. 03.2018 -2,50,000 Equity shares transferred from Jeet Chavda to Mahesh Chavda					
1.	Mahesh Chavda	2,50,000		5,00,000	50
2.	Jeet Chavda	(2,50,000)		NIL	0
At the end of the year					
1.	Mahesh Chavda	5,00,000	50	5,00,000	50
2.	Johil Chavda	2,50,000	25	2,50,000	25
3.	Dharmistha Chavda	2,50,000	25	2,50,000	25

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	4,49,25,705	58,39,595	NIL	5,07,65,300
ii) Interest due but not paid iii) Interest accrued but not due				
Total (i+ii+iii)	4,49,25,705	58,39,595	NIL	5,07,65,300
Change in Indebtedness during the financial year				
· Addition	54,123,634	26,31,660	NIL	5,67,55,294
· Reduction				
Net Change	54,123,634	26,31,660	NIL	5,67,55,294
Indebtedness at the end of the financial year				
i) Principal Amount	9,90,49,339	84,71,255	NIL	10,75,20,594
ii) Interest due but not paid iii) Interest accrued but not due				
Total (i+ii+iii)	9,90,49,339	84,71,255	NIL	10,75,20,594

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sr. No.	Particulars Of Remuneration	Total Amount In Rs.
1	Gross Salary	NIL
	Remuneration to Directors	
	1. Mahesh Chavda	15,00,000
	2. Johil Chavda	10,00,000
	3. Dharmistha Chavda	15,00,000
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL
	c) Profits in lieu of salary under section 17(3) of Income Tax Act, 1961	NIL
2	Stock Option	NIL

3	Sweat Equity	NIL
4	Commission- as % of profit- others, specify...	NIL
5	Others, please specify	NIL
	Others, please specify	NIL
	Ceiling as per the Act	NIL

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: NA

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT /COURT]	Appeal made, if any (give details)
A.COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B.DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C.OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

FORM NO. AOC -2

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

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

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

Sr No.	Particulars	Details
--------	-------------	---------

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

2. Details of contracts or arrangements or transactions at Arm's length basis.

Sr No.	Particulars	Details
	Name (s) of the related party & nature of relationship	N.A.
	Nature of contracts/arrangements/transaction	
	Duration of contracts/arrangements/transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	
	Date of approval by the Board	
	Amount paid as advances, if any	

Date: 01/09/2018
Place: Ahmedabad

By Order of the Board
For, Chavda Infra Private Limited

Mahesh Chavda
Director
DIN 06387556

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