

# SHAH CONSTRUCTION COMPANY LIMITED

11 Shah Industrial Estate, Opp Anna Tenple, New Link Road, Andheri West ,Mumbai 400053  
Email Id: [scclindia@yahoo.co.in](mailto:scclindia@yahoo.co.in) | Website: [www.shah-construction.in](http://www.shah-construction.in) | Ph No - 022-66920678  
CIN: L45202MH1949PLC007048

Date: 04<sup>th</sup> September, 2020

BSE Limited, Mumbai  
25<sup>th</sup> Floor, Rotunda Building  
Dept. of Corporate Services  
Phiroze Jeejeebhoy Towers,  
M. S. Marg,  
Mumbai – 400 001.

**Stock Code – BSE Code No. 509870**

Dear Sirs,

**Sub: 72<sup>nd</sup> AGM Notice, Book Closure and E-voting Details**

This is to inform you that the 72nd Annual General Meeting of Shah Construction Company Limited will be held on Wednesday, 30<sup>th</sup> September, 2020 at 11.00 A.M. IST through Video Conference ('VC') / other audio visual means ('OAVM').

Pursuant to Regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), we are submitting herewith the Annual Report of the Company along with the Notice of AGM for the financial year 2019-20 which is being sent to the members through electronic mode.

Further, we would like to inform you that pursuant to Section 91 of the Companies Act, 2013 and Rule 10 of the Companies (Management and Administration) Rules, 2014 read with Regulation 42 of SEBI (LODR) Regulations, 2015, the Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, 23<sup>rd</sup> September, 2020 to Wednesday, 30<sup>th</sup> September, 2020 (both days inclusive) for the purpose of Annual General Meeting.

Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Regulation 44 of SEBI (LODR) Regulations, 2015, the Company is providing e-voting facility to its members. The members holding shares, in either physical form or dematerialized form, as on the cut-off date i.e. 23<sup>rd</sup> September, 2020 may cast their vote electronically to transact the business set out in the Notice of AGM.

The details of e- voting, required under Rule 20 of the Companies (Management and Administration) Rules, 2014, are given hereunder:

1. Cut-off date for E-voting: 23<sup>rd</sup> September, 2020.
2. Date and time of commencement of e-Voting: Sunday, 27<sup>th</sup> September, 2020 at 9.00 A.M.
3. Date and time of end of e-Voting: Tuesday, 29<sup>th</sup> September, 2020 at 5.00 P.M.
4. The Notice of AGM and Annual Report is available on Company's website [www.shah-construction.in](http://www.shah-construction.in)




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Email Id: [scclindia@yahoo.co.in](mailto:scclindia@yahoo.co.in) | Website: [www.shah-construction.in](http://www.shah-construction.in) | Ph No - 022-66920678  
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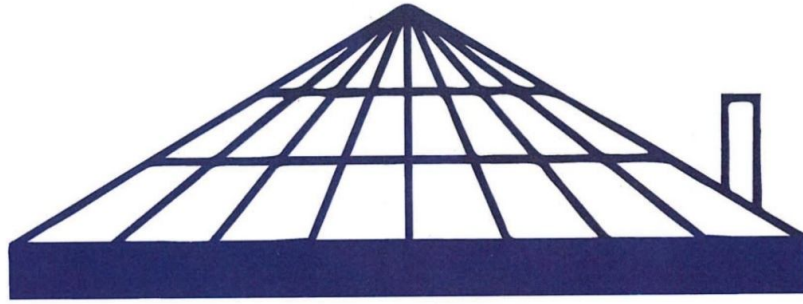
5. Name of the Agency providing E-voting Platform: National Securities Depository Limited (NSDL)
6. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990. Please take a note of the same.

Thanking You,  
Yours Faithfully,  
For **SHAH CONSTRUCTION COMPANY LIMITED**

  
**DINESH K. PODDAR**  
**DIRECTOR**  
**DIN: 00158597**



**Encl: as above**



**SHAH  
CONSTRUCTION  
COMPANY LIMITED**

72<sup>nd</sup> ANNUAL REPORT  
2019-2020

**CORPORATE INFORMATION**

**BOARD OF DIRECTORS**

Mr Mehul Jadavji Shah	Chairman & Managing Director
Mr Sanjay Premji Shah	Non-Executive & Independent Director
Mr Shachikumar Nandlal Adalja	Non-Executive & Independent Director
Mr Yogesh Janakrai Shah	Non-Executive & Independent Director
Mr Dinesh Keshardeo Poddar	Non-Executive Director
Mr Sanjay Damji Shah	Non-Executive Director
Mrs Jaywanti Jadavji Shah	Non-Executive Director

**CHIEF FINANCIAL OFFICER**

Mr Mahendra Savaliya

**COMPANY SECRETARY**

Ms Anita Vyas

**AUDITORS**

Statutory Auditors	Secretarial Auditors
M/s. A.C. Modi & Associates	M/s. D. Kothari and Associates
Chartered Accountants	Company Secretaries

**BANKERS**

Bank of India

**REGISTERED OFFICE**

11 Shah Industrial Estate, Opp Anna Temple,  
New Link Road, Andheri West, Mumbai – 400053  
CIN :L45202MH1949PLC007048  
Tel:[022-66920678](tel:022-66920678) Email: [scclindia@yahoo.co.in](mailto:scclindia@yahoo.co.in)  
Website: [www.shah-construction.in](http://www.shah-construction.in)

**REGISTRAR & SHARE TRANSFER AGENT**

Purva Sharegistry (India) Pvt. Ltd,  
9 Shiv Shakti Ind. Estt., J. R. Boricha Marg,  
Lower Parel (E), Mumbai - 400011

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**NOTICE**

Notice is hereby given that the 72<sup>nd</sup> Annual General Meeting of Shah Construction Company Limited will be held on Wednesday, September 30, 2020 at 11.00 A.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt:

A. the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon and in this regard, pass on the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors’ thereon laid before this meeting, be and are hereby considered and adapted”.

2. To appoint a Director in place of Mr Dinesh Keshardeo Poddar (DIN : 00158597) who retires by rotation and, being eligible, offers herself for re-appointment and in this regard pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of the Section 152 of the Companies Act, 2013 Mr Dinesh Keshardeo Poddar (DIN : 00158597), who retires by rotation at this meeting be and is hereby appointed as a Director of the company, liable to retire by rotation”.

3. To consider re-appointment of Mr Mehul Jadavji Shah as Managing Director of the Company and in this regard pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of the Sections 196, 197 and 203 read with schedule V and any other applicable provisions of the Companies Act 2013 and the Companies (Appointment and remuneration of Managerial Personnel )Rules, 2014 and pursuant to Articles of Association of the Company and subject to any other approvals as may be required , the consent of the company be and is hereby accorded for re-appointment of Mr Mehul Jadavji Shah (DIN No :00933528) as the Managing Director of the Company , for the further period of five consecutive years with effect from 15<sup>th</sup> January, 2020 to 15<sup>th</sup> January, 2025 without any remuneration.”

**SPECIAL BUSINESS**

4. To re-appoint Mr Sanjay Premji Shah (DIN: 00125538) as a Non-Executive and Independent Director and in this regard pass the following resolution as Special Resolution

**“RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr Sanjay Premji Shah (DIN: 00125538), who was appointed as an Independent Director and who holds office of Independent Director up to the conclusion of this Annual General Meeting and being eligible, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as a Non-Executive and Independent Director of the Company, not liable to retire by rotation and to hold office for the second term for the period of five consecutive years with effect from 71<sup>st</sup> Annual General Meeting held for the financial year ended 31<sup>st</sup> March, 2019 up to the conclusion of the Annual General Meeting to be held for the financial year ended 31<sup>st</sup> March, 2024.”

5. To re-appoint Mr Shachikumar Nandlal Adalja (DIN: 02096768) as Non-Executive and Independent Director and in this regard pass the following resolution as Special Resolution

**“RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr Shachikumar Nandlal Adalja (DIN: 02096768), who was appointed as an Independent Director and who holds office of Independent Director up to the conclusion of this Annual General Meeting and being eligible, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as Non-Executive and Independent Director of the Company, not liable to retire by rotation notwithstanding he is having already attended the age of more than 75 years and to hold office for the second term for the period of five consecutive years with effect from 71<sup>st</sup> Annual General Meeting held for the financial year ended 31<sup>st</sup> March, 2019 up to the conclusion of the Annual General Meeting to be held for the financial year ended 31<sup>st</sup> March, 2024.”

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6. To re-appoint Mr Yogesh Janakrai Shah (DIN: 00479798) as Non-Executive and Independent Director and in this regard pass the following resolution as Special Resolution

**“RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr Yogesh Janakrai Shah (DIN: 00479798), who was appointed as an Independent Director and who holds office of Independent Director up to the conclusion of this Annual General Meeting and being eligible, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as Non-Executive and Independent Director of the Company, not liable to retire by rotation and to hold office for the second term for the period of five consecutive years with effect from 71<sup>st</sup> Annual General Meeting held for the financial year ended 31<sup>st</sup> March, 2019 up to the conclusion of the Annual General Meeting to be held for the financial year ended 31<sup>st</sup> March, 2024.”

**BY ORDER OF THE BOARD**  
**MEHUL JADAVJI SHAH**  
**MANAGING DIRECTOR**  
**DIN – 00933528**

**Registered Office:**

11, Shah Industrial Estate,  
Opp Anna Temple, New Link Road,  
Andheri (West), Mumbai 400053  
CIN: U45202MH1949PLC007048

**Date: 19<sup>th</sup> August, 2020**

**Place: Mumbai**



**NOTES:**

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the EGM/AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through



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electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at [www.shah-construction.in](http://www.shah-construction.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 202
8. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed.
9. The Company has appointed **M/s. Purva Sharegistry India Private Limited**, Registrar and Transfer Agent ('RTA') of the Company, to provide VC/OVAM facility for the AGM of the Company.
10. Institutional/Corporate members are encouraged to attend and vote at the meeting through VC/OVAM. We also request them to send, a duly certified copy of the Board Resolution authorizing their representative to attend the AGM through VC/OAVM and vote through remote e-voting on its behalf at [scclindia@yahoo.co.in](mailto:scclindia@yahoo.co.in) and pursuant to Section 113 of the Companies Act, 2013.
11. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website [www.shah-construction.in](http://www.shah-construction.in), website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of NSDL <https://www.evoting.nsdl.com>.

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12. The Register of Directors Shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
13. The Register of Members and Share Transfer Books of the Company shall be closed on from **23rd September, 2020 to 30th September, 2020 (both days inclusive)** for the purpose of Annual General Meeting, in terms of the provisions of Section 91 of the Companies Act, 2013 and the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
14. M/s. A. C. Modi & Associates, Chartered Accountants, having ICAI Firm Registration No. 116555W, were appointed as Statutory Auditors of your Company at the Annual General Meeting held on 29th September, 2017 for a term of five consecutive years till the conclusion of Annual General Meeting of the Company to be held in the calendar year 2022. They have confirmed that they are not disqualified from continuing as Auditors of the Company. As per the provisions of Section 139 of the Companies Act, 2013, the appointment of Auditors is required to be ratified by the members at every Annual General Meeting.  
  
The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors.
15. Members are also requested to notify changes in their registered addresses, if any. Members who have not registered their email addresses so far are requested to register their email address for receiving all communication including Annual Report, Notices, and Circulars etc. from the Company electronically.
16. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, M/s. Purva Share Registry India Private Limited for assistance in this regard.

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17. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

**A. VOTING THROUGH ELECTRONIC MEANS**

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
- ii. The remote e-voting period commences on **Sunday, September 27, 2020 (9:00 a.m. IST) and ends on Tuesday, September 29, 2020 (5:00 p.m. IST)**. During this period, Members holding shares either in physical form or in dematerialized form, as on **Wednesday, September 23, 2020** i.e. **cut-off date**, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Those Members who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
- iii. The Board of Directors has appointed Ms. Dhanraj Kothari of M/s D. Kothari & Associates as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.
- iv. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

18. The process and manner of participating in Annual General Meeting through Video conferencing mode and the process of e-voting is explained herein below:

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

**The remote e-voting period begins on Sunday, September 27, 2020 at 09:00 A.M. and ends on Tuesday, September 29, 2020 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.**

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

**Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**Details on Step 1 are mentioned below:**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is

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	IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) **If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

**Details on Step 2 is given below:**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail [to fcs.dhanraj@gmail.com](mailto:to fcs.dhanraj@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request to [at evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [scclindia@yahoo.co.in](mailto:scclindia@yahoo.co.in)  
In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [scclindia@yahoo.co.in](mailto:scclindia@yahoo.co.in)
2. Alternatively member may send an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.



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2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Shareholders will be able to attend the AGM through VC / OAVM through web link  
<https://purvashare.instavc.com/broadcast/6b448af0-e79c-11ea-823a-6bb4915df9c9> by entering their name and email-id for Company's AGM
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at [scclindia@yahoo.co.in](mailto:scclindia@yahoo.co.in)
6. Shareholders, who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [scclindia@yahoo.co.in](mailto:scclindia@yahoo.co.in). The same will be replied by the company suitably.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT**

Members who would like to express their views/ask questions as a speaker at the meeting may preregister themselves by sending a request from their registered email address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at [scclindia@yahoo.co.in](mailto:scclindia@yahoo.co.in) between Wednesday , 23rd September , 2020 (9.00 A.M) to Monday, 28th September, 2020 (05.00 P.M.). Only those members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers and their time depending on the availability of time for the AGM.

Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the AGM, from their registered email address, mentioning their name, DP ID and Client ID number/folio number and mobile number, to reach the Company's email address [scclindia@yahoo.co.in](mailto:scclindia@yahoo.co.in) **before 3.00 p.m. (IST) on or before Wednesday, 23rd September , 2020**. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM.

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“THE ACT”)**

**ANNEXURE TO THE ITEM NO. 2 OF THE NOTICE**

Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India, following information is furnished about the Directors proposed to be appointed / re-appointed.

**1. Dinesh Keshardeo Poddar (DIN : 00158597)**

Name of the Director	Mr Dinesh Keshardeo Poddar
Date of Birth / Age	10/06/1964, 56 Years
Date of First Appointment on the Board	30/09/1995
Relationship with other Directors	NA
Expertise in specific functional areas and Brief Profile	Construction activities
Qualification	B.Com
Experience	More than 30 years in business of construction, strategic planning, business development in the field of real estate .
Board Membership of other Companies as on March 31, 2020	Anchor Daewoo Industries Limited John Oak Remedies Private Limited Jogindra Exports Limited Poddar Infracon Private Limited Java Tradvest Limited Suvidha Vitaran Private Limited Poddar Realty India Private Limited
Chairperson/Member of the Committee of the Board of Directors of the Company as on March 31, 2020	Member of Audit committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee of Shah Construction Company Limited
Shareholding in the Company (as on 31/03/2020)	313
No. of Board Meetings attended during the last financial year (2019-2020)	4
Terms and Conditions of appointment or re-appointment	Appointed as director liable to retire by rotation.

**ANNEXURE TO THE ITEM NO. 3 OF THE NOTICE**

Mr Mehul Jadavji Shah was appointed as the Managing Director of the company for a period of Five Years with effect from 15<sup>th</sup> January , 2015 , after obtaining due approval of the members of the company in Annual General Meeting held on 29<sup>th</sup> September 2015 without remuneration as recommended by Nomination & Remuneration Committee. Accordingly the present term of Mr Mehul Jadavji Shah had come to an end on 14<sup>th</sup> January 2020.

The board has approved the re-appointment of Mr Mehul Jadavji Shah as Managing Director of the Company for a further period of five consecutive years with effect from 15<sup>th</sup> January, 2020 to 15<sup>th</sup> January, 2025. The Board has taken the decision of the said re-appointment based on the recommendation of Nomination and Remuneration Committee and subject to the approval of the members of the company.

Mr Mehul Jadavji Shah is not disqualified from being re-appointed as a Managing Director in the terms of Section 164 of Companies Act 2013. He satisfies all the conditions set out in Section 196(3) of the said Act and hence is eligible for re-appointment.

Mr. Mehul Jadavji Shah and his mother Mrs. Jaywanti Jadvji Shah and cousin brother (Father's Brother's Son) Mr. Sanjay Damji Shah Directors of the Company each of them may be deemed to be interested or concerned in the resolution. None of the other directors is interested in the said resolution.

Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/their relatives, in any way, concern or interested, financially or otherwise in the resolution.

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**DETAILS OF MANAGING DIRECTOR SEEKING RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING**

<b>Particulars</b>	<b>Mr Mehul Jadavji Shah</b>
Age	49 years
Qualification	Diploma in Electronics
Experience (including Expertise in specific functional area)/BriefResume	More than 20 years of experience in field of Management Business.
Terms and Conditions Of Reappointment	As per the resolution passed by the shareholders at the Annual General Meeting held on September 29, 2015, Mr Mehul J Shah was appointed as a Managing Director.
Date of first appointment on the Board	15/01/2015
Shareholding in the Company as on March 31, 2020	NIL
Relationship with other Directors/Key Managerial Personnel	Son of Mrs Jaywanti Jadavji Shah and Cousin brother of Mr Sanjay Damji Shah.
Number of meetings of the Board attended during the year	4
Directorships of Boards as on March 31, 2020	1. SHAH CONSTRUCTION COMPANY LIMITED 2. CHINTAN LANDSCAPES PRIVATE LIMITED 3. LOCOBUDDY MOBILE TECHNOLOGY PRIVATE LIMITED 4. GREATWHITE HARDWARE PRIVATE LIMITED 5. NANDKISHOR HOLDINGS AND CONSTRUCTION PVT LTD 6. ANCHOR LEASING PRIVATE LIMITED 7. GREAT WHITE GLOBAL PRIVATE LIMITED 8. GOOD VALUE FINANCIAL SERVICES PRIVATE LIMITED 9. TRIPLE SECURITIES PRIVATE LIMITED

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	10. ANCHOR ENTERPRISES PVT LTD 11. TATVAM CONSTRUCTIONS PRIVATE LIMITED 12. SANJIVANI LIFE SCIENCE PRIVATE LIMITED 13. ANCHOR REALTY PROJECTS PRIVATE LIMITED 14. SHANTI OM RESIDENCY PRIVATE LIMITED 15. KOCHI CRICKET PRIVATE LIMITED 16. ASSOCIATION OF ELECTRICALS & ELECTRONICS GOODS MANUFACTURERS 17. KRUSHMI DEVELOPERS PRIVATE LIMITED 18. YASH PROCON PRIVATE LIMITED
Membership / Chairmanship of Committees of other Boards as on March 31, 2020	NIL

**ANNEXURE TO THE ITEM NOP 4, 5 AND 6**

Mr Sanjay Premji Shah (DIN: 00125538), Mr Shachikumar Nandlal Adalja (DIN: 02096768) and Mr Yogesh Janakrai Shah (DIN: 00479798), were appointed as Independent Directors on the Board of the Company pursuant to the provisions of Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 They hold office as Independent Directors of the Company up to the conclusion / date of the ensuing Annual General Meeting of the Company (“first term” in line with the explanation to Sections 149(10) and 149(11) of the Act).

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors, has recommended re-appointment of Mr Sanjay Premji Shah, Mr Shachikumar Nandlal Adalja and Mr Yogesh Janakrai Shah as Independent Directors to hold office for the second term for the period of five consecutive years with effect from 71<sup>st</sup> Annual General Meeting held for the financial year ended 31<sup>st</sup> March, 2019 up to the conclusion of the Annual General Meeting to be held for the financial year ended 31<sup>st</sup> March, 2024.

The Board, based on the performance evaluation of Independent Directors and as per the recommendation of the Nomination and Remuneration Committee, considers that, given their background and experience and contributions made by them during their tenure, the continued association of Mr Sanjay Premji Shah, Mr Shachikumar Nandlal Adalja and Mr Yogesh Janakrai Shah would be beneficial to the Company and it is desirable to continue to avail their services as Independent Directors. . Accordingly, it is proposed to re-appoint Mr Sanjay Premji Shah, Mr Shachikumar Nandlal Adalja and Mr Yogesh Janakrai Shah as Independent Directors of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company.

Section 149 of the Act and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) inter alia prescribe that an independent director of a company shall meet the criteria of independence as provided in Section 149(6) of the Act.

Section 149(10) of the Act provides that an independent director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment on passing a special resolution by the company and disclosure of such appointment in its Board’s report. Section 149(11) provides that an independent director may hold office for up to two consecutive terms.



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Mr Sanjay Premji Shah, Mr Shachikumar Nandlal Adalja and Mr Yogesh Janakrai Shah are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors.

In the opinion of the Board, Mr Sanjay Premji Shah, Mr Shachikumar Nandlal Adalja and Mr Yogesh Janakrai Shah fulfil the conditions for appointment as Independent Directors as specified in the Act and the Listing Regulations. Mr Sanjay Premji Shah, Mr Shachikumar Nandlal Adalja and Mr Yogesh Janakrai Shah are independent of the management.

The Company has also received declarations from Mr Sanjay Premji Shah, Mr Shachikumar Nandlal Adalja and Mr Yogesh Janakrai Shah that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations.

In terms of regulation 17 (1)(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with effect from 1st April 2019 none of the listed entities shall appoint a person or continue the directorship of any person as a Non-Executive Director who has attained the age of 75 years unless the special resolution is passed to that effect. Accordingly the board of Directors has reappointed Mr Shachikumar Nandlal Adalja as Non-Executive Independent Director for further period of five years subject to the approval of shareholders by a special resolution as proposed. The board of Directors is of the opinion that Mr Shachikumar Nandlal Adalja has attained the age of 75 years, the continuation on the board of company as Non-Executive Independent Director would be in the interest of the company on account of Valuable contribution made to the company during his long association with the company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions

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**DETAILS OF INDEPENDENT DIRECTORS SEEKING RE-APPOINTMENT  
AT THE ENSUING ANNUAL GENERAL MEETING**

<b>Particulars</b>	<b>Mr Sanjay P Shah</b>	<b>Mr Shachikumar N Adalja</b>	<b>Mr Yogesh J Shah</b>
Age	53 years	85 years	68 years
Qualification	B.Com	B.A , L.LB	B.COM
Experience (including Expertise in specific functional area)/BriefResume	More than 30 years of experience in field of Management of Corporate Affairs.	Earlier a banker, currently working in the field of Management of Corporate Affairs with 50 years of experience.	More than 45 years of experience in field of Sales.
Terms and Conditions Of Reappointment	As per the resolution passed by the shareholders at the Annual General Meeting held on September 29 , 2015, Mr Sanjay P Shah was appointed as an Independent Director.	As per the resolution passed by the shareholders at the Annual General Meeting held on September 29 , 2015, Mr Shachikumar N Adalja was appointed as an Independent Director.	As per the resolution passed by the shareholders at the Annual General Meeting held on September 29, 2015, Mr Yogesh J Shah was appointed as an Independent Director.
Date of first appointment on the Board	30/09/1995	22/02/2008	30/03/2015
Shareholding in the Company as on March 31, 2020	NIL	NIL	NIL
Relationship with other Directors/Key Managerial Personnel	Not related to any Director / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Number of meetings of the Board attended during the year	4	4	4
Directorships of Boards	1.Shah Construction	1.Shah Construction	1.Shah Construction

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as on March 31, 2020	Company Limited 2.Spenta Infrastructure And Development Private Limited 3.Mazda Infrastructure Development Private Limited 4.Kotwal Private Limited 5.Atul Trading And Financial Services Private Limited 6.Sanman Fininvest Private Limited 7.Triple Securities Private Limited 8.Valbros Financial Consultancy Services Private Limited 9.Spenta Properties Private Limited 10.Mazda Realty Private Limited 11.Ahura Developers Private Limited 12.Spenta Realty Private Limited 13. Nirmal Technologies Private Limited	Company Limited 2. Anchor Consumer Products Private Limited 3. Basushree Die Castings Pvt Ltd	Company Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2020	NIL	NIL	NIL

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**DIRECTORS' REPORT**

Dear members,

The Board of Directors is pleased to present the Company's 72<sup>nd</sup> annual report and Company's Audited Financial Statements for the financial year ended March 31, 2020

**1. FINANCIAL RESULTS**

The Company's financial performance for the year ended March 31, 2020 is summarized below:

Financial Results:

*(Rupees in Lakhs)*

	<b>2019-20</b>	<b>2018-19</b>
Revenue from operations	437.33	547.51
Other Income	268.98	22.42
<b>Total Income</b>	<b>706.31</b>	<b>569.92</b>
Project Expenses	45.87	49.98
Changes in inventories of Stock-in-Trade	(45.87)	(49.98)
Employee Benefits Expense	53.87	54.73
Finance Costs	269.33	242.79
Depreciation and Amortization Expense	27.59	24.09
Other Expenses	1432.06	356.85
<b>Total Expenses</b>	<b>1782.85</b>	<b>678.46</b>
Profit/ (Loss) before tax	<b>(1076.54)</b>	<b>(108.53)</b>
Less Income tax for earlier years	02.30	0.29
Profit/ (Loss) after tax	<b>(1,078.84)</b>	<b>(108.82)</b>

**2. RESULTS OF OPERATIONS AND STATE OF AFFAIRS OF THE COMPANY**

The total income has increased to Rs.706.31 Lakhs from Rs.569.62 Lakhs in the previous year.

The loss before tax incurred to the company has increased to Rs. 1076.54 Lakhs for the year ended 31st March, 2020 compared to previous year Rs. 108.53 Lakhs.

**3. MATERIAL CHANGES AFFECTING THE COMPANY**

There have been no material changes and commitments affecting the financial position of the company between end of the financial year and date of this report. There has been no change in the nature of business of the company.

**4. SECRETARIAL STANDARDS**

The Directors state that the applicable Secretarial Standards i.e. SS-1 and SS-2 relating to the 'Meetings of the Board of Directors' and 'General Meetings', respectively have been duly followed by the Company.

## **5. DIRECTOR'S RESPONSIBILITY STATEMENT**

### **Your Directors state that:**

- a) in the preparation of the annual accounts for the year ended March 31, 2020, the applicable accounting standards read with requirements set out under Schedule III to the Act have been followed and there are no material departures from the same;
- 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 March 31, 2020 and of the profit and loss of the Company for the year ended on that date;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a going concern basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating; and
- f) the Directors have revised proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems are adequate and operating effectively.

## **6. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES**

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in ordinary course of business and on arm's length basis and that the provisions of Section 188 of the Companies Act, 2013 are not attracted. Thus disclosure in Form AOC-2 is not required.

Members may refer to Note No 32 to the financial statement which sets out related party disclosures pursuant to IND AS.

## **7. CORPORATE SOCIAL RESPONSIBILITY (CSR)**

The provisions relating to Corporate Social Responsibility (CSR) under section 135 of the Companies Act, 2013 are not applicable to the Company.

## **8. RISK MANAGEMENT**

The Risk Management Policy has been framed, implemented and monitored. Major risk identified by the businesses and functions are systematically monitored through mitigating actions on continuing basis.

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The development and implementation of Risk Management Policy has been covered in Management Discussion & Analysis which forms part of this report.

**9. INTERNAL FINANCIAL CONTROLS**

The Company has in place adequate internal financial controls with reference to the financial statements. During the year such controls were tested and no reportable material weakness in the design or operation was observed.

**10. DIRECTORS AND KEY MANAGERIAL PERSONNEL**

In accordance with the provisions of the Act and Articles of Association of the Company, Mr Dinesh K Poddar retires by rotation and being eligible offers themselves for re-appointment at the ensuing annual general meeting.

The Board of Directors on recommendation of Nomination & Remuneration Committee has recommended their re-appointment.

As per the provisions of the Companies Act, 2013, Independent Directors have been appointed for a period of 5 years and shall not be liable to retire by rotation. The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence prescribed under the act and the listing regulations.

The board comprises of the following directors and key managerial personnel of the company

The Chairman and Managing Director of the company is Mehul Jadavji Shah.

Mr Mehul Jadavji Shah is eligible for reappointment at this Annual General Meeting whose term expired on 14<sup>th</sup> January 2020

On recommendation of Nomination and Remuneration Committee and subject to the approval of members of the company the board at its meeting has approved the re-appointment of Mr Mehul Jadavji Shah as Managing Director of the Company for a further period of five consecutive years with effect from 15<sup>th</sup> January, 2020 to 15<sup>th</sup> January, 2025 .The Board has taken the decision of the said re-appointment based on the recommendation of Nomination and Remuneration Committee and subject to the approval of the members of the company.

Independent Directors viz Mr Sanjay Premji Shah, Mr Yogesh Janakrai Shah and Mr Sachikumar Adalja.

Based on the performance evaluation carried out by the Nomination and Remuneration Committee and on their recommendation and subject to the approval of members of the company Mr Sanjay Premji Shah, Mr Yogesh Janakrai Shah and Mr Sachikumar Adalja, the Independent Directors are proposed to be re-appointed for second term as Independent Directors pursuant to the provisions of Companies Act 2013 and Listing Regulations. The Board of Directors recommends their re-appointment by the way of special resolution and attention of the members is invited to the relevant items in the Notice convening the 72<sup>nd</sup> AGM and the explanatory statement thereto.

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Mr Sanjay Premji Shah, Mr Yogesh Janakrai Shah and Mr Sachikumar Adalja, the Independent Directors shall hold office for the second term for the period of five consecutive years with effect from 71st Annual General Meeting held for the financial year ended 31st March, 2019 up to the conclusion of the Annual General Meeting to be held for the financial year ended 31st March, 2024.

Non Independent Directors viz Mr Dinesh Poddar, Mr Sanjay Damji Shah and Mrs Jaywanti Jadavji Shah.

Mr Dinesh Poddar who retires by rotation at this meeting be and is hereby appointed as a Director of the company, liable to retire by rotation.

Mr Mahendra Savaliya has been appointed as Chief Financial Officer of the Company with effect from 14th February 2019.

Ms Anita Vyas continues to be the Company Secretary of the Company with effect from 25th May 2018.

**Declaration by Independent Directors:**

All Independent Directors have given declarations to the effect that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 read with Regulation 16 of SEBI (Listing obligations and Disclosures Requirements), Regulations 2015. In the opinion of the Board, Independent Directors fulfil the conditions specified in the Act, Rules made there under and Listing Regulations.

**Evaluation of Board's Performance:**

The Company has devised a Policy for performance evaluation of the Board, Committees and other individual Directors (including Independent Directors) which include criteria for performance evaluation of Non-executive Directors and Executive Directors. The evaluation process inter alia considers attendance of Directors at Board and committee meetings, acquaintance with business, communicating inter se board members, effective participation, domain knowledge, compliance with code of conduct, vision and strategy.

The detailed programs for familiarization of Independent Directors with the Company, their roles, rights and responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company are being discussed.

The Board carried out an annual performance evaluation of the Board, Committees, Individual Directors and the Chairman. The Chairman of the respective Committees shared the report on evaluation with the respective Committee members. The performance of each Committee was evaluated by the Board, based on report on evaluation received from respective Committees.

The report on performance evaluation of the Individual Directors was reviewed by the Chairman of the Board and feedback was given to Directors. Pursuant to the provisions of the Companies Act, 2013 read with the Rules issued there under and the Listing Regulations (including any statutory modification(s) or re-enactment(s)



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for the time being in force), the process for evaluation of the annual performance of the Directors / Board / Committees was carried out.

In a separate meeting of Independent Director's, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the view of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors at which the performance of the Board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board excluding the independent directors being evaluated.

## **11. AUDITORS AND AUDITORS' REPORT**

### **Statutory Auditors**

M/s. A. C. Modi & Associates, Chartered Accountants were appointed as Statutory Auditors of your Company at the Annual General Meeting held on 29th September, 2017 for a term of five consecutive years. They have confirmed that they are not disqualified from continuing as Auditors of the Company.

As per the provisions of Section 139 of the Companies Act, 2013, the appointment of Auditors is required to be ratified by the members at every Annual General Meeting. In accordance with Companies Amendment Act, 2017 enforced on 7th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting.

The Report given by the Auditors on the financial statement of the Company is part of this report. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

### **Secretarial Auditor**

The Board has appointed M/s. D. Kothari & Associates, Practising Company Secretary to conduct the Secretarial Audit for the financial year ended 2019-20. The Secretarial Audit report for the financial year ended March 31, 2020 is annexed herewith and marked as Annexure to this report. The said report does not contain any qualification, reservation, adverse remark or disclaimer.

## **DISCLOSURES**

### **(a) Meetings of the Board:**

Four meetings of the Board of Directors were held during the year on the following dates i.e. 15/5/2019, 13/08/2019, 12/11/2019 and 12/02/2020.

**(b) Constitution of Committees:**

**(1) Audit Committee:**

The Company has constituted Audit Committee which comprises of following directors namely:

Mr. Yogesh Janakrai Shah , Chairman & Independent Director

Mr. Sanjay Premji Shah, Independent Director

Mr. Dinesh Poddar, Non Independent Director

All the recommendations made by the Audit Committee were accepted by the Board.

**(2) Nomination & Remuneration Committee:**

The Company has constituted the Nomination & Remuneration Committee of the Board is constituted to formulate and recommend to the Board from time to time, a compensation structure for Managing Directors / Whole-time Directors and Managerial Personnel of the Company.

The nomination and Remuneration Committee comprises following directors namely:

Mr. Yogesh Janakrai Shah , Chairman & Independent Director

Mr. Sanjay Premji Shah, Independent Director

Mr. Dinesh Poddar, Non Independent Director

**(3) Stakeholders Relationship Committee:**

The Company has constituted stakeholders Committee comprises of following directors namely:

Mr. Yogesh Janakrai Shah, Chairman & Independent Director

Mr. Sanjay Premji Shah, Independent Director

Mr. Dinesh Poddar, Non Independent Director

**(c) Remuneration and Nomination Policy:**

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company.

The Policy broadly lays down the guiding principles, philosophy and the basis for payment of remuneration to Executive and Non-executive Directors Key Managerial Personnel, Senior Management and other employees. The policy also provides the criteria for determining qualifications, positive attributes and Independence of Director and criteria for appointment of Key Managerial Personnel / Senior Management and performance evaluation which are considered by the Nomination and Remuneration Committee and the Board of Directors while making selection of the Annual Report 2019-20 Directors' Report candidates.

**(d) Vigil Mechanism:**

The Company has a robust Vigil Mechanism Policy of the Company, which also includes Whistle Blower Policy in accordance with provisions of the Act and Listing Regulations. The Vigil Mechanism is supervised by an Ethics and Compliance Task Force comprising senior executives of the Company. Protected disclosures can be made by a whistle-blower through an email, or dedicated telephone line or a letter to the Task Force or to the Chairman of the Audit Committee.

**(e) Particulars of Loans given, Investments made, Guarantees given and Securities provided:**

The full details of loans given, investments made, guarantees given have been provided in the notes to the financial statement for the year ended 31st March, 2020. The Company has not provided any security during the year.

**(f) Conservation of Energy, technology absorption:**

The Company is not engaged in manufacturing process. Wherever possible the Company has taken steps to conserve energy. The Company has not taken any technology domestically nor imported any technology and hence furnishing the details required doesn't arise.

**(g) Foreign Exchange Earnings and Outgo**

- 1) Foreign exchange earnings: NIL
- 2) Foreign exchange outgo : NIL

**(h) Extract of Annual Return:**

Pursuant to section 92(3) of the Companies Act, 2013 ('the Act') and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return in prescribed Form No. MGT - 9 is annexed as Annexure III and forms part of this report. The Annual Return of the Company for the year ended 31st March, 2020 prepared in compliance with Section 92 of the Companies Act, 2013 and related Rules in prescribed Form No. MGT 7 is placed on the website of the Company and can be accessed at the web link: [www.shah-construction.in](http://www.shah-construction.in).

**(i) Particulars of employees and related disclosures:**

The Company does not have any employee whose particulars are required to be disclosed in terms of the provisions of Section 197(12) of the act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, hence

furnishing of the same does not arise, Having regard to the provisions of the first proviso to Section 136(1) of the act, the annual report excluding the information regarding the top ten employees is being sent to the members of the Company. The said information is available for inspection on all working days during the business hours at the registered office of the Company. Any member interested in obtaining such information, may write to the Company Secretary and the same shall be furnished on request.

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**(j) Significant and Material Orders Passed By The Regulators Or Courts:**

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

**(k) Reporting of Frauds:**

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or Board under Section 143(12) of Act and Rules framed thereunder.

**(l) Prevention of Sexual Harassment in the Company:**

The Company values the dignity of individuals and strives to provide a safe and respectable work environment to all its employees. The Company is committed to providing an environment, which is free of discrimination, intimidation and abuse. All employees are covered under this policy. Your Directors state that during the year under review, there were no cases filed pursuant Shah Construction Company Limited Annual Report 2018 - 20 to the Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013.

**(m) General:**

Your Directors state that no disclosure or reporting is required in respect of the following items as the provisions were not applicable to the company or there were no transactions on these items during the year under review: -

- Issue of Equity Shares with differential rights as to dividend, voting or otherwise. - Issue of shares (including sweat equity shares) to employees of the Company.
- The Company does not have any scheme of provision of money for the purchase of its own shares by the employees or by trustees for the benefit of employees.
- The Company does not have any subsidiaries, hence, the question of receiving remuneration or commission by the Managing Directors or Whole Time Directors of the Company from subsidiary does not arise.
- The details of the top ten employees and employees who were drawing remuneration in excess of limits prescribed under Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Section 197 of the Companies Act, 2013.

**ACKNOWLEDGEMENT**

The Board of Directors would like to express the sincere appreciation for the assistance and cooperation received from banks, government authorities and members during the year under review.

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The Board of Directors also wish to place on record its deep sense of appreciation for the committed services by the Company's executives, staff and workers

**Date: 19<sup>th</sup> August, 2020**  
**Place: Mumbai**

**For and on behalf of the Board of Directors**

**Mr Mehul Jadavji Shah**  
**Managing Director**  
**DIN:00933528**

**Mr Dinesh Keshardeo Poddar**  
**Director**  
**DIN: 00158597**

**Sanjay Damji Shah**  
**Director**  
**DIN:00292226**

**ANNEXURE II TO THE DIRECTORS REPORT**

***Particulars of energy conservation, technology absorption and foreign exchange earnings and outgo required under Companies (Accounts) Rules 2014***

**A. Conservation of energy**

The company's operations do not involve substantial consumption of energy in comparison to the cost of production. Wherever possible, energy conservation measures have been implemented.

**B. Technology absorption**

The Company has neither purchased any technology domestically nor imported any technology. Hence, the question of furnishing the information regarding technology absorption does not arise.

(i) The revenue expenditure incurred on Research and Development is NIL

**C. Foreign Exchange earnings and Outgo**

The company has earned NIL in Foreign Exchange & used NIL of Foreign Exchange

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**ANNEXURE III**

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

As on financial year ended 31.03.2020

*[Pursuant to Section 92(3) of the Companies act, 2013 read with The Companies (Management and administration) Rules, 2014]*

**A. REGISTRATION AND OTHER DETAILS:**

Corporate Identification Number:-	L45202MH1949PLC007048
Registration Date:	05/04/1949
Name of the Company:	Shah Construction Company Limited
Category of the Company	Company limited by Shares
Sub-Category of the Company	Non-Government company
Address of the Registered office and contact details:	11 Shah Industrial Estate, Opp Anna Temple, New Link Road, Andheri West, Mumbai - 400053
Whether listed company	Listed
Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s Purva Sharegistry India Private Limited Unit No. 9, Ground Floor, Shiv Shakti Ind. Estt, J. R.Boricha Marg, Lower Parel East, Mumbai, Maharashtra 400011.

**B. 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	% to total turnover of the company
a.	Construction	995311	NIL

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

Sr. No.	Name and address of the company	CIN/GLN	Holding/Sub subsidiary/Associate	% of shares held	Applicable Section
a.	Not Applicable				





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e)	Venture Capital	0	0	0	0	0	0	0	0	0
f)	Insurance Companies	0	0	0	0	5685	0	5685	3.52	3.52
g)	FII's	0	0	0	0	0	0	0	0	0
h)	Foreign	0	0	0	0	0	0	0	0	0
Venture Capital Funds										
i)	Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(1):-</b>		<b>0</b>	<b>9880</b>	<b>9880</b>	<b>6.13</b>	<b>5685</b>	<b>4195</b>	<b>9880</b>	<b>6.13</b>	<b>0</b>
2. Non-Institutions										
a)	Bodies Corp.									
i)	Indian	0	0	0	0	0	0	0	0	0
ii)	Overseas	0	0	0	0	0	0	0	0	0
b)	Individuals									
i)	Individual holding nominal share capital upto of Rs. 1 Lakh	0	15558	15558	9.65	639	14919	15558	9.65	0
ii)	Individual holding nominal share capital in excess of Rs. 1 Lakh	0	13713	13713	8.50	0	13713	13713	8.50	0
c)	Others (specify)	0	3312	3312	2.05	50	3262	3312	2.05	0
	NRIs	0	0	0	0	0	0	0	0	0
	Clearing Member	0	0	0	0	0	0	0	0	0
	Independent Director	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(2):-</b>		<b>0</b>	<b>32583</b>	<b>32583</b>	<b>20.21</b>	<b>689</b>	<b>31894</b>	<b>32583</b>	<b>20.21</b>	<b>0</b>
Total Public Shareholding										
(B) = (B)(1) + (B)(2)		<b>0</b>	<b>42463</b>	<b>42463</b>	<b>26.33</b>	<b>6374</b>	<b>36089</b>	<b>42463</b>	<b>26.33</b>	<b>0</b>
C. Shares held by Custodian for GDRs& ADRs		0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>		<b>0</b>	<b>161250</b>	<b>161250</b>	<b>100</b>	<b>6374</b>	<b>154876</b>	<b>161250</b>	<b>100</b>	<b>0</b>

**ii. Shareholding of Promoters**

Sr No	Shareholder's Name	Shareholding at the beginning of the year	Shareholding at the end of the year	
-------	--------------------	---	-------------------------------------	--

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		No of shares	% of total shares to the Company	% of shares Pledged/ Encumbered to total shares	No of shares	% of total shares to the Company	% of shares Pledged/ Encumbered to total shares	% change in share holding during the year
1	SHANTABEN D SHAH	31004	19.23	--	31004	19.23	--	Nil
2	JAYWANTI J SHAH	30706	19.04	--	30706	19.04	--	Nil
3	HEMANG.J.SHAH	15688	9.73	--	15688	9.73	--	Nil
4	SANJAY DAMJI SHAH	15670	9.72	--	15670	9.72	--	Nil
5	KANAN HEMAG SHAH	13110	8.13	--	13110	8.13	--	Nil
6	HEENA SANJAY SHAH	12608	7.82	--	12608	7.82	--	Nil
7	SANJAY A DESAI	1	0.00	--	1	0.00	--	Nil
	<b>TOTAL</b>	<b>118787</b>	<b>73.67</b>		<b>118787</b>	<b>73.67</b>		

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

Sr No		Shareholding at the beginning of the year 01/04/2019		Cumulative Shareholding during the Year 31/03/2020	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	There is no change in Promoter's shareholding between 01.04.2019 to 31.03.2020.			
2.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)				
3.	At the end of the year				

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

Sr No	Name of Top 10 Shareholders	Shareholding at the beginning of the year 01/04/2019	Cumulative Shareholding during the Year 31/03/2020
-------	-----------------------------	--	--

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		<b>No. of shares</b>	<b>% of total shares of the company</b>	<b>No. of shares</b>	<b>% of total shares of the company</b>
1	VASANT RATANSHI CHHEDA	7713	4.78%	7713	4.78%
2	HEMA VASANT CHHEDA	6000	3.72%	6000	3.72%
3	LIFE INSURANCE CORP. OF INDIA	5685	3.53%	5685	3.53%
4	THE NEW INDIA ASSURANCE CO.LTD	3615	2.24%	3615	2.24%
5	BIMLADEVI JAIN	608	0.38%	608	0.38%
6	SMITA KATARUKA	552	0.34%	552	0.34%
7	PRADEEP KUMAR DHELIA	500	0.31%	500	0.31%
8	DWAR SOFTWARE LTD.	480	0.3%	480	0.3%
9	ATUL KALYAN	800	0.49%	800	0.49%
10	PUSHYA TOWERS PRIVATE LIMITED	2100	1.30%	2100	1.30%

**v. Shareholding of Directors and Key Managerial Personnel:**

<b>Sr. No.</b>	<b>Shareholding of each Directors and each Key Managerial Personnel</b>	<b>Shareholding at the beginning of the year (01/04/19)</b>		<b>Cumulative Shareholding during the year (31/03/20)</b>	
		<b>No. of shares</b>	<b>% of total shares of the company</b>	<b>No. of shares</b>	<b>% of total shares of the company</b>
1	Jaywanti Jadavji Shah	30706	19.04%	30706	19.04%
2	Sanjay Damji Shah	15670	9.72%	15670	9.72%

**E. INDEBTEDNESS :**

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i. Principal Amount	--	40,79,29,173	--	40,79,29,173
ii. Interest due but not paid	--	--	--	--
iii. Interest accrued	--	--	--	--

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but not due				
TOTAL (i + ii + iii)	--	40,79,29,173	--	40,79,29,173
<b>Change in Indebtedness during the financial year</b>				
Addition	--	39,26,787		39,26,787
Reduction	--	22,26,787	--	22,26,787
<b>Net Change</b>	<b>--</b>	<b>17,00,000</b>		<b>17,00,000</b>
<b>Indebtedness at the end of financial year</b>				
i. Principal Amount	--	40,96,29,173		40,96,29,173
ii. Interest due but not paid	--	--	--	--
iii. Interest accrued but not due	--	2,38,17,703	--	2,38,17,703
<b>TOTAL (i+ii+iii)</b>	<b>--</b>	<b>43,34,46,876</b>	<b>--</b>	<b>43,34,46,876</b>

\* Note : The amount of Unsecured loans include the amount received by private company before 01st April, 2014 from the persons who at the time of receipt of the amount were director, members or relatives of directors, not included in the definition of Deposit in terms of Clause 2 (ix) of Companies ( Acceptance of Deposits) Rules 1975 and were not treated as deposits under section 58A of the Companies Act, 1956. and the same are not to be treated as deposit under the Companies Act, 2013 as per General Circular No. 05/2015 (F.No. 1/8/2013-CL-V) dated 30th March ,2015 issued by the Government of India, Ministry of Corporate Affairs, New Delhi.

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

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

<b>Amount in Rs.</b>			
<b>Sr No</b>	<b>Particulars of Remuneration</b>	<b>Name of MD/WTD/Manager</b>	<b>Total Amount</b>
1.	Gross salary	.....	.....
	(a). Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961		
	(b). Value of perquisites u/s 17(2) of the Income tax Act, 1961		
	(c). Profits in lieu of salary under Section		

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	17(3) of the Income tax Act, 1961		
2.	Stock Option	.....	.....
3.	Sweat Equity	.....	.....
4.	Commission – as % of Profit – others, specify	.....	.....
5.	Others, Please specify	.....	.....
	TOTAL(A)	.....	.....
	Ceiling as per the Act		

**ii. Remuneration to other Directors:**

**Amount in Rs.**

Sr. no.	Particulars of Remuneration	Name of Directors				Total
						Amount
1.	Independent Directors	.....	.....	.....	.....	.....
	* Fee for attending board committee meetings	.....	.....	.....	.....	.....
	* Commission	.....	.....	.....	.....	.....
	* Others, please specify	.....	.....	.....	.....	.....
	Total (1)	.....	.....	.....	.....	.....
2.	Other Non-Executive Directors					
	* Fee for attending board committee meetings	.....	.....	.....	.....	.....
	* Commission	.....	.....	.....	.....	.....
	* Others, please specify	.....	.....	.....	.....	.....
	Total (2)	.....	.....	.....	.....	.....
	Total (B) = (1 + 2)	.....	.....	.....	.....	.....
	Total Managerial Remuneration	.....	.....	.....	.....	.....
	Overall Ceiling as per the Act					

**iii. Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD**

**Amount in Rs.**

Sr. No.	Particulars of Remuneration	Name of Key Managerial Personnel	Total Amount
1.	Gross salary	<b>Ms. Anita Vyas</b> <b>Company Secretary/</b>	1,86,000
		<b>Mr. Mahendra Savaliya (CFO)</b>	6,51,624
	(a). Salary as per provisions		

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	contained in Section 17(1) of the Income-tax Act, 1961		
	(b). Value of perquisites u/s 17(2) of the Income tax Act, 1961		
	(c). Profits in lieu of salary under Section 17(3) of the Income tax Act, 1961		
2.	Stock Option	.....	.....
3.	Sweat Equity	.....	.....
4.	Commission – as % of Profit – others, specify	.....	.....
5.	Others, Please specify	.....	.....
	<b>TOTAL</b>		<b>8,37,624</b>

**G. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding Fees imposed	Authority [RD/NCLT/Court]	Appeal made, if any (give details)
<b>A. Company</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. Other Officers in Default</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Date: 19<sup>th</sup> August, 2020  
Place: Mumbai  
Directors

For and on behalf of the Board of

**Mr Mehul Jadavji Shah**  
**Managing Director**  
**DIN:00933528**

**Mr Dinesh Keshardeo Poddar**  
**Director**  
**DIN: 00158597**

**Sanjay D. Shah**  
**Director**  
**DIN:00292226**

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## Form No. MR-3

### SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2020

*[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,  
**SHAH CONSTRUCTION CO. LIMITED**  
11, New Link Road, Shah Industrial Estate,  
Opp. Anna temple, Andheri W,  
Mumbai-400053

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SHAH CONSTRUCTION CO. LIMITED CIN : L45202MH1949PLC007048** (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.

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, 2020 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 hereinafter:

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, 2020 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 there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (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;

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with BSE Limited read with SEBI (LODR) Regulations, 2015.

To the best of our understanding, we are of the view that during the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**We further report that**

having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws to the extent applicable, specifically to the Company, as per the representations made by the Company:

1. Indian Contract Act, 1872
2. Indian Electricity Act, 1910
3. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;
4. Information Technology Act, 2000; and

**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 and there were no changes in the constitution of Board during the year under review.
- Adequate notice is given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda are sent at least seven days in advance and a system

exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

- All decisions at Board meetings and committee meetings are carried out unanimously as recorded in the minutes of the meetings of the board of Directors or committees of the Board, as the case may be.

**We further report that:**

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

This report is to be read with our letter of even date which is annexed as Annexure and forms integral part of this report.

**For D.Kothari And Associates  
Company Secretaries**

**Dhanraj Kothari**

**Proprietor**

**FCS No. : 4930**

**CP No. : 4675**

Place: Mumbai,

Date: 19th August, 2020

**UDIN: F004930B000596400**

## ANNEXURE

To,  
The Members,  
**SHAH CONSTRUCTION CO. LIMITED**  
11, New Link Road, Shah Industrial Estate,  
Opp. Anna temple, Andheri W ,  
Mumbai-400053

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. 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 secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. 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.

**For D.Kothari And Associates**  
**Company Secretaries**

**Dhanraj Kothari**  
**Proprietor**  
**FCS No. : 4930**  
**CP No. : 4675**

Place: Mumbai,

Date: 19th August, 2020

To,  
The Board of Directors,  
**Shah Construction Company Limited**

**CERTIFICATE**  
**(Pursuant to Regulation 17(8) of SEBI (LODR), Regulations, 2015)**

We, the undersigned in our respective capacities as Managing Director and the Chief Financial Officer of Shah Construction Company Limited (“the Company”) to the best of our knowledge and belief hereby certify that:

a. We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2020 and that to the best of our knowledge and belief, we state that:

i. these statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading;

ii. these statements together present a true and fair view of the Company’s affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b. We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative to the Code of Conduct adopted by the Company.

c. We hereby declare that all the members of the Board of Directors have confirmed compliance with the Code of Conduct of the Company.

d. We are responsible for establishing and managing internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to the financial reporting of the Company and we have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies.

e. We have indicated, based in our most recent evaluation, wherever applicable, to the Auditors and the Audit Committee:

i. Significant changes, if any, in internal control over financial reporting during the year;

ii. Significant changes, if any, in the accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company’s internal control system over the financial reporting.

**Yours Faithfully,**  
**For Shah Construction Company Limited**

**Mehul Jadavji Shah**  
**Managing Director**

**Mahendra Savaliya**  
**Chief Financial Officer**

**Place : Mumbai**

**Date: 19<sup>th</sup> August, 2020**



**INDEPENDENT AUDITOR'S REPORT**

**TO THE MEMBERS OF SHAH CONSTRUCTION COMPANY LIMITED**

**REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS**

**OPINION:**

We have audited the standalone financial statements of Shah Construction Company Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows ended on that date, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the Loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

**BASIS FOR OPINION :**

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



**INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON :**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**MANAGEMENT'S RESPONSIBILITY AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.



In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

### **AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS**

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable related safeguards.





From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

1. As required by Section 143(3) of the Act, based on our audit 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 including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - 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, as amended in our opinion and to the best of our information and according to the explanations given to us:



Flat No.1603, 16th Floor, Rashmi Heights, Opp. M. W. Desai Hospital, Dayabhai Patel Road, Malad (East), Mumbai - 400097  
Mob.: 9324659021- Email: alpesh.modi@gmail.com

- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements..
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.

For **A.C.MODI & ASSOCIATES**  
Chartered Accountants  
Firm's registration number: 116555W

Sd/-

**ALPESH C.MODI**  
Proprietor  
Membership number: 101342  
UDIN: 20101342AAAABC7178

Place: Mumbai  
Date: 29<sup>th</sup> June, 2020



### **ANNEXURE – “A” TO THE AUDITORS’ REPORT**

(Referred to in paragraph 1 (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Shah Construction Company Limited of even date).

### **REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 (“THE ACT”)**

We have audited the internal financial controls over financial reporting of M/s. Shah Construction Company Limited (‘the Company’), as of March 31,2020 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 Board of Directors of the Company 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 (the “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 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.

### **AUDITORS’ RESPONSIBILITY**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable



assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the 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; 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal financial control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For **A.C.MODI & ASSOCIATES**  
Chartered Accountants  
Firm's registration number: 116555W

Sd/-

**ALPESH C.MODI**  
Proprietor  
Membership number: 101342  
UDIN: 20101342AAAABC7178

Place: Mumbai  
Date: 29<sup>th</sup> June, 2020.



## **ANNEXURE – “B” TO THE AUDITORS’ REPORT**

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Infosys Limited of even date)

### **1. In respect of its fixed assets:**

- a) The company has generally maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- c) According to information and explanation given to us and on the basis of examination of the records of the company, the title deeds of immovable properties are held in the name of the company.

### **2. In respect of its inventories:**

The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the frequency of verification is reasonable and as explained to us, no material discrepancies were noticed on such physical verification.

### **3. In respect of loan given:**

According to the information and explanations given to us, the company has not given any secured or unsecured loans to the persons covered under the register maintained u/s.189 of the Companies Act, 2013 (The Act). Accordingly, reporting under clause 3(iii) of the Order is not applicable to the Company.

4. In our opinion and according to the information and explanations given to us, the Company has not given any loans or made any new investment and provided guarantees and securities, as applicable during the year. Accordingly, reporting under clause 3(iv) of the Order is not applicable to the Company.



5. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
6. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.
7. **According to the Information and Explanations given to us, in respect of statutory dues:**

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.

(c) Details of dues of Income Tax which have not been deposited as at March 31, 2020 on account of dispute are given below:

Name of the Statute	Nature of Dues	Amount (in Lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Assessment Dues	10.62	Asst. Year 2008-09	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Assessment Dues	7.30	Asst. Year 2013-14	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Assessment Dues	1.46	Asst. Year 2014-15	Commissioner of Income Tax (Appeals)





Income Tax Act, 1961	Assessment Dues	12.61	Asst. Year 2016-17	Commissioner of Income Tax (Appeals)
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8. The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.
9. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
10. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
11. In our opinion and according to the information and explanations given to us, the Company has not paid/provided for managerial remuneration and hence reporting under clause 3 (xi) of the Order is not applicable to the Company.
12. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
13. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
14. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
15. According to the information and explanations provided by the management, during the year the company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013 and hence, reporting requirements under clause 3(xv) of the Order are not applicable to the Company.





16. According to the information and explanations provided to us, The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **A.C.MODI & ASSOCIATES**  
Chartered Accountants  
Firm's registration number: 116555W

Sd/-

**ALPESH C.MODI**  
Proprietor  
Membership number: 101342  
UDIN: 20101342AAAABC7178

Place: Mumbai  
Date: 29<sup>th</sup> June, 2020

# SHAH CONSTRUCTION COMPANY LIMITED

## Balance Sheet as at 31st March, 2020

			(Amount in ₹)
PARTICULARS	Note No.	As at March 31, 2020	As at March 31, 2019
<b>ASSETS</b>			
<b>Non Current Assets</b>			
(a) Property Plant and Equipment	5	166,101,161	168,834,550
(b) Financial Assets			
(i) Loans & Advances	6	3,574,813	3,281,962
(c) Other Non Current assets	7	23,895,785	126,235,479
<b>Total Non Current Assets</b>		<b>193,571,758</b>	<b>298,351,991</b>
<b>Current Assets</b>			
(a) Inventories	8	184,546,640	179,959,867
(b) Financial assets			
(i) Trade receivables	9	19,994,166	22,657,576
(ii) Cash and cash equivalents	10	89,089	1,819,824
(c) Other Current Assets	11	292,442	813,364
<b>Total Current Assets</b>		<b>204,922,337</b>	<b>205,250,630</b>
<b>TOTAL ASSETS</b>		<b>398,494,095</b>	<b>503,602,621</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	12	16,125,000	16,125,000
(b) Other Equity	13	(789,459,874)	(681,576,076)
<b>Total Equity</b>		<b>(773,334,874)</b>	<b>(665,451,076)</b>
<b>Liabilities</b>			
<b>Non Current Liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	14	490,039,568	489,612,780
(b) Other Non Current Liabilities	15	2,695,391	28,082,641
<b>Total Non Current Liabilities</b>		<b>492,734,959</b>	<b>517,695,421</b>
<b>Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	16	433,446,876	407,929,173
(ii) Trade Payables	17	1,866,890	650,252
(iii) Other Financial Liability	18	233,117,825	237,605,825
(b) Other Current Liabilities	19	10,662,419	5,173,022
<b>Total Current Liabilities</b>		<b>679,094,010</b>	<b>651,358,272</b>
<b>Total Liabilities</b>		<b>1,171,828,969</b>	<b>1,169,053,694</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>398,494,095</b>	<b>503,602,621</b>

The accompanying notes form an integral part of the Standalone financial statements

**As per our report of even date attached**

For **A.C.MODI & ASSOCIATES**

Chartered Accountants

Firm's registration number: 116555W

For and on behalf of the Board of Directors of  
**Shah Construction Company Limited**

Sd/-

Sd/-

Sd/-

**Mehul J. Shah**  
Chairman & MD  
DIN: 00933528

**Mahendra K. Savaliya**  
Chief Financial  
Officer

**ALPESH C.MODI**

Proprietor

Membership number: 101342

Sd/-

Sd/-

Sd/-

Place : **Mumbai**

Dated : **29.06.2020**

**Dinesh K. Poddar**  
Director  
DIN: 00158597

**Anita Vyas**  
Company  
Secretary

**Sanjay D. Shah**  
Director  
DIN:00292226

# SHAH CONSTRUCTION COMPANY LIMITED

## Statement of Profit and loss for the year 2019-20

(Amount in ₹)

PARTICULARS	NOTE NO.	2019-20	2018-2019
<b>INCOME</b>			
Revenue from Operations	20	43,733,391	54,750,806
Other Income	21	26,897,638	2,241,646
<b>TOTAL INCOME</b>		<b>70,631,029</b>	<b>56,992,452</b>
<b>EXPENSES</b>			
Project Expenses	22	4,586,773	4,997,923
Change in Inventories of Work in Progress & other Inventories	23	(4,586,773)	(4,997,923)
Employee benefits expense	24	5,386,549	5,472,794
Finance costs	25	26,933,080	24,279,483
Depreciation/ Amortization and Depletion expense	5	2,758,519	2,408,747
Other expenses	26	143,206,494	35,684,709
<b>TOTAL EXPENSES</b>		<b>178,284,641</b>	<b>67,845,733</b>
<b>Profit/(Loss) before tax</b>		<b>(107,653,612)</b>	<b>(10,853,281)</b>
<b>Tax expense:</b>			
(1) Current tax		-	-
(2) Income Tax of Earlier Year		230,186	28,817
<b>PROFIT/(LOSS) FOR THE YEAR</b>		<b>(107,883,798)</b>	<b>(10,882,098)</b>
Other Comprehensive Income		-	-
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>(107,883,798)</b>	<b>(10,882,098)</b>
<b>Earnings per equity share:</b>			
(1) Basic	27	(669.05)	(67.49)
(2) Diluted		(669.05)	(67.49)

The accompanying notes form an integral part of the Standalone financial statements

As per our report of even date attached  
For **A.C.MODI & ASSOCIATES**  
Chartered Accountants  
Firm's registration number: 116555W

Sd/-

**ALPESH C.MODI**  
Proprietor  
Membership number: 101342

Place : Mumbai  
Dated : 29.06.2020

For and on behalf of the Board of Directors of  
Shah Construction Company Limited

Sd/-

**Mehul J. Shah**  
Chairman & MD  
DIN: 00933528

Sd/-

**Dinesh K. Poddar**  
Director  
DIN: 00158597

Sd/-

**Mahendra K. Savaliya**  
Chief Financial  
Officer

Sd/-

**Anita Vyas**  
Company  
Secretary

Sd/-

**Sanjay D. Shah**  
Director  
DIN:00292226

**SHAH CONSTRUCTION COMPANY LIMITED**
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020**
**Amount in ₹**

PARTICULARS	2019-20		2018-2019	
<b>A. Cash Flow arising from Operating Activities:</b>				
Net Profit/(Loss) Before Taxation		(107,653,612)		(10,853,281)
<u>Add/(less)</u>				
Fixed Assets w/off/discared	138,132		247,838	
Interest accrued on Preference shares	482,000		482,000	
Depreciation Charge	2,758,519		2,408,747	
		3,378,651		3,138,585
Less:		(104,274,961)		(7,714,696)
Rent received	1,380,000		1,380,000	
Interest received	-		217,907	
		1,380,000		1,597,907
Operating Profit before Working Capital Changes		(105,654,961)		(9,312,603)
<u>Adjustment for:</u>				
(Increase)/Decrease in Trade Receivables	2,663,410		(2,578,214)	
(Increase)/Decrease in Inventories	(4,586,773)		(4,997,923)	
(Increase)/Decrease in Other Current assets	520,922		871,919	
(Increase)/Decrease in Non-Current Financial Assets	(292,851)		(337,775)	
Increase/(Decrease) in Current Liabilities - Borrowing	426,786		(749,191)	
Increase/(Decrease) in Trade Payables	1,216,638		(3,310,006)	
Increase/(Decrease) in Other Current Liabilities	5,489,396		541,464	
Increase/(Decrease) in Other Non-Current Liabilities	(25,387,250)		732,582	
(Increase)/Decrease in Non-Current Assets	102,339,694		(5,487,237)	
		82,389,972		(15,314,382)
Less: Income Tax for the Year	230,186	(23,264,989)	28,817	(24,626,985)
		230,186		28,817
<b>Net Cash inflow/(Outflow) in course of Operating Activities:</b>		<b>(23,495,175)</b>		<b>(24,655,802)</b>
<b>B. Cash Flow Arising from Investing Activities:</b>				
Adjustment for:				
Capital Work in Progress capitalised	-		(3,576,406)	
Purchase of Fixed Assets	(163,262)		(1,724,015)	
		(163,262)		(5,300,421)
<b>Net Cash inflow/(Outflow) in course of Investing Activities:</b>		<b>(163,262)</b>		<b>(5,300,421)</b>
<b>C. Cash Flow Arising from Financial Activities:</b>				
Cash Inflow				
a) Borrowings (Net)	25,517,702		21,603,241	
b) Interest received	-		217,907	
c) Rent received	1,380,000		1,380,000	
d) Other Advance received	(4,970,000)		5,000,000	
		21,927,702		28,201,148
<b>Net Cash inflow/(Outflow) in course of Financial Activities:</b>		<b>21,927,702</b>		<b>28,201,148</b>
<b>Net Cash outflow (A+B+C):</b>		<b>(1,730,735)</b>		<b>(1,755,075)</b>
<b>Add: Balance at the beginning of the Year</b>		<b>1,819,824</b>		<b>3,574,899</b>
<b>Balance at the end of the Year</b>		<b>89,089</b>		<b>1,819,824</b>

**The accompanying notes form an integral part of the Standalone financial statements**
**As per our report of even date attached**
**For A.C.MODI & ASSOCIATES**

Chartered Accountants

Firm's registration number: 116555W

Sd/-

**ALPESH C.MODI**

Proprietor

Membership number: 101342

**Place : Mumbai**
**Dated : 29.06.2020**
**For and on behalf of the Board of Directors of  
Shah Construction Company Limited**

Sd/-

**Mehul J. Shah**

Chairman &amp; MD

DIN: 00933528

Sd/-

**Dinesh K. Poddar**

Director

DIN: 00158597

Sd/-

**Mahendra K. Savaliya**

Chief Financial

Officer

Sd/-

**Anita Vyas**

Company

Secretary

Sd/-

**Sanjay D. Shah**

Director

DIN:00292226

# SHAH CONSTRUCTION COMPANY LIMITED

Notes to the Standalone financial Statements for the year ended March 31, 2020

## **(1) CORPORATE INFORMATION**

Shah Constructions Company limited (the company) is a public limited company Incorporated in India.

The addresses of its registered office and principal place of business are disclosed in the introduction to the annual report.

The company is engaged in the business of development of land and construction of building as Builders and developers.

## **(2) BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENT AND SIGNIFICANT ACCOUNTING POLICIES**

### **(2)(a) BASIS OF PREPARATION AND PRESENTATION**

#### **Compliance with Ind AS**

The financial statements of the company comply in all material aspects with Indian Accounting Standards (Ind AS) AS specified under section 133 of the Companies Act, 2013, Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

#### **Historical cost convention**

The financial statements of the company have been prepared on an accrual and going concern basis. The financial statements have been prepared on historical cost basis, except for certain assets and liabilities that is measured at fair value as states in subsequent policies.

### **(2)(b) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

#### **i) Property, plant and equipment**

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

#### **Depreciation methods, estimated useful lives and residual value:**

The depreciation has been provided on the written down value basis in accordance with the requirement of the schedule-II of the companies Act, 2013.

Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit and loss within other expenses or other income, as applicable.

#### **Impairment of non-financial assets - property, plant and equipment and intangible assets**

An assets is treated as impaired when carrying cost of assets exceeds its recoverable value. The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs. An Impairment loss is recognised in statement of Profit and Loss in the year in which an assets are identified as impaired.

#### **ii) Revenue Recognition:**

Revenue is measured at the fair value of the consideration received or receivable.

The Company recognizes revenue from sale of goods when:

- (a) the Company has transferred to the buyer the significant risk and reward of ownership of goods
- (b) the Company retains neither continuing managerial involvement to the degree usually associated with the ownership nor effective control over the goods sold.
- (c) the amount of revenue can be reliably measured
- (d) it is probable that future economic benefits associated with the transaction will flow to the Company

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed.

In respect of Real Estate Development activity, the company is following Project completion method of accounting for revenue recognition in order to depict the reasonable picture of the project. Revenue is recognized when Project is completed, Occupancy Certificate (OC) is obtain from the Municipal authority and possession along with risk and reward in the property is transferred to the prospective buyer.

### **iii) Employee Benefit Schemes**

#### **Short-term benefits:**

Employee benefits payable within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and exgratia.

#### **Post -Employment Benefits:**

Gratuity:

The Company has no defined benefit plan (the 'Gratuity Plan'). Hence the Company does not accrue for its Gratuity liability. Gratuity is accounted on payment basis.

### **iii) Inventories:**

Stores are valued at lower of cost or net realisable value.

In respect of Real Estate Development activity of the company, the work in progress consist of the cost of materials, labour charges and other incidental expenses for the project till the date of the Balance sheet.

In view of the project completion method of accounting followed by the company, work in progress along with the booking amount received (if any) carried forward to subsequent year.

### **iv) Trade Receivables:**

Trade Receivables are stated at book value after making provisions for doubtful debts. Management considers that the book value approximates fair value. Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. The provision for bad and doubtful debts is based on specific risk assessment and reference to past default experience.

### **v) Financial Instruments:**

#### **Financial Assets**

##### **Initial recognition and measurement**

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

##### **Subsequent measurement**

##### **Financial assets carried at amortised cost (AC)**

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

##### **Financial assets at fair value through other comprehensive income (FVTOCI)**

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

##### **Financial assets at fair value through profit or loss (FVTPL)**

A financial asset which is not classified in any of the above categories are measured at FVTPL.

##### **Impairment of financial assets**

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

#### **Financial liabilities**

##### **Initial recognition and measurement**

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

##### **Subsequent measurement**

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

#### **Derecognition of financial instruments**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

#### **vi) Provisions, Contingent Liabilities and Contingent Assets:**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an out flow of resources. Provisions are not recognised for future operating losses.

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

Contingent Assets are disclosed , where an inflow of economic benefits is probable.

#### **vii) Tax Expense**

The tax expense for the period comprises current and deferred tax. Current and deferred tax is recognized in the Statement of Profit and Loss except to the extent it relates to items recognized directly in equity or other comprehensive income, in which case it is recognized in equity or other comprehensive income respectively.

##### **Current Tax:**

Current tax charge is based on taxable profit for the year. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted , at the reporting date where the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation . It establishes provisions where appropriate on the bias of amounts expected to be paid to the tax authorities.

Current tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and Company intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

##### **Deferred Tax:**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when the asset is realised or the liability is settled , based on tax rates and tax laws that have been enacted or substantively enacted by the end of reporting period. The carrying amount of deferred tax assets is reviewed at each reporting date.

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

#### **viii) Borrowing Cost**

Borrowing costs includes interest, amortization of ancillary cost incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are attributable to the acquisition or construction of qualifying assets are considered as a part of cost of such assets less interest earned on the temporary investment. A qualifying asset is one that necessarily takes substantial period of time to get ready for the intended use. All other borrowing costs are charged to the Statement of Profit t and Loss in the year in which they are incurred.

#### **ix) Foreign Currency Transactions**

Foreign exchange transactions are recorded at the rate prevailing on the dates of the respective transaction. Exchange difference arising on foreign exchange transactions settled during the year is recognized in the Profit t and Loss Account.

Monetary assets and liabilities denominated in foreign currencies are converted at the closing rate as on Balance Sheet date. The resultant exchange difference is recognized in the Profit t and Loss Account.

Exchange rate differences arising on a monetary item that, in substance, forms part of the Company's net investment in a nonintegral foreign operation are accumulated in a foreign currency translation reserve in the Company's financial statements until the disposal of the net investment.

Non monetary assets and liabilities denominated in foreign currencies are carried at the exchange rate prevalent on the date of the transaction.

The company has valued its Current Assets, Current Liabilities and loans in foreign currency in respect of projects in Iraq at the rate prevailing as on 30.06.1984.

#### **x) Functional and presentation currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (the functional currency). The financial statements are presented in Indian rupee (₹) , which is Company's functional and presentation currency.

#### **xi) Lease Transactions:**

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

### **3) CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

The preparation of the Company's financial statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

### **4) GOING CONCERN**

The Company is a going concern in spite of the accumulated losses since there is scope for wiping out these losses in view of the potentiality for developing existing assets, expected settlements with creditors, the projects under negotiation as well as the future prospects of the company.

### **6) Non Current Assets- Financial Assets**

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
<b>(Unsecured and considered good)</b>		
<b>Loans &amp; Advances given:</b>		
Trade/Security Deposits given	3,574,813	3,281,962
<b>Total</b>	<b>3,574,813</b>	<b>3,281,962</b>

There are no any amount of Trade/Security deposit given to related parties.

### **7) Other Non Current Assets**

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
<b>(Unsecured and considered good unless otherwise stated)</b>		
Advance Income Tax (Net of Provisions)	23,895,785	19,628,861
<b>Considered Good</b>		
Advances for goods and supplies - Overseas (#)	-	3,333,202
Others Non Current Assets-Overseas (#)	-	103,273,416
		106,606,618
<b>Considered doubtful</b>		
Advances for goods and supplies - Overseas (#)	3,333,202	-
Others Non Current Assets-Overseas (#)	103,273,416	-
	106,606,618	-
Less : Allowance on doubtful Assets	106,606,618	-
	-	
<b>Total</b>	<b>23,895,785</b>	<b>126,235,479</b>

There are no any amount due from related parties.

### **Advances for goods and Supplies Overseas and Other Non Current Assets-Overseas**

Other Non-Current Assets-Overseas includes various deposits, retention money, receivables, inventories and balances with various bank which was stuck overseas since more than 35 years.

The company has put a claim of its assets and interest in projects situated at Iraq for which the company had applied for recovery of principal & interest thereon for said projects in Iraq which is covered under Indo-Iraq Govt. to Govt. Deferred Payment Arrangements (DPA). Government of India under notification has issued Bonds in lieu thereof. Issue of Bonds to the Company is pending due to disputes under Deferred Payments Agreement (DPA).

Considering the delay in final outcome and ultimate recovery of the same, the company has made provision Rs. 1066.07 lakhs for doubtful recovery of its overseas assets situated at Iraq.

The company had also written back liabilities of Rs. 248.67 lakhs in respect of the said overseas projects at Iraq.



## SHAH CONSTRUCTION COMPANY LIMITED

### NOTE NO: 5 : PROPERTY, PLANT AND EQUIPMENTS

SR	PARTIGULERS	GROSS BLOCK				DEPRICIATION/AMORTISATION/DEPLETION				NET BLOCK	
		AS AT 01/04/2019	ADDITION	DEDUCTION	AS AT 31/03/2020	AS AT 01/04/2019	FOR THE YEAR	AMORTISATIO N/DEDUCTION	TOTAL DEP.	AS AT 31/03/2020	AS AT 01/04/2019
	<b>TANGIBLE ASSETS</b>										
1	LAND (Refer Note Below)	153,521,963	-	-	153,521,963	-	-	-	-	153,521,963	153,521,963
2	BUILDING	9,403,446	-	-	9,403,446	2,756,641	648,774	-	3,405,415	5,998,031	6,646,805
3	ELECTRICAL INSTALLATION	1,826,661	-	-	1,826,661	292,706	673,092	-	965,798	860,863	1,533,955
4	PLANT & MACHINERY	91,778,521	-	80,418,417	11,360,104	87,311,702	815,326	80,285,977	7,841,051	3,519,053	4,466,819
5	OFFICE EQUIPMENT	266,514	-	-	266,514	159,733	65,314	-	225,047	41,467	106,781
6	COMPUTER	111,000	21,000	-	132,000	104,440	10,150	-	114,590	17,410	6,560
7	FURNITURE & FITTINGS	3,031,202	142,262	112,005	3,061,459	2,498,340	180,387	106,313	2,572,414	489,045	532,862
8	VEHICLES	2,539,382	-	-	2,539,382	520,578	365,476	-	886,054	1,653,329	2,018,805
	<b>TOTAL Rs.</b>	<b>262,478,689</b>	<b>163,262</b>	<b>80,530,422</b>	<b>182,111,529</b>	<b>93,644,139</b>	<b>2,758,519</b>	<b>80,392,290</b>	<b>16,010,368</b>	<b>166,101,161</b>	<b>168,834,550</b>

**Note:**

The Company had sold Plot No. M-1 & M-2 of the land at Amboli for Rs. 4,00,000/- as recorded in Agreement dated 18th August, 1980, Plot No. U-1 & U-2 of the land at Amboli for Rs. 8,00,000/- as recorded in Agreement dated 15th April, 1981 and Plot No. K, L & T3 of the land at Amboli for Rs. 11,94,000/- as recorded in Agreement dated 31-12-1979. The Company had handed over possession of the plots to the purchasers. The Company had also received consideration for the said agreements. Pending completion of statutory formalities of the sold property, the amount received from the purchasers is shown as advance payments towards the sale of the said plots of land at Amboli, Andheri.

**8) Inventories**

<b>Particulars</b>	<b>As at 31st March 2020</b>	<b>As at 31st March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
<b>(Valued at lower of cost or Net Realisable Value)</b>		
Construction Work in Progress	183,846,640	179,259,867
Stores & Spares	700,000	700,000
<b>Total</b>	<b>184,546,640</b>	<b>179,959,867</b>
<b>Note</b>		
Inventories are taken as certified by the Management and is carried at lower of cost and net realisable value.		

**9) Trade Receivables**

<b>Particulars</b>	<b>As at 31st March 2020</b>	<b>As at 31st March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
<b>Trade receivables outstanding for a period exceeding six months from the date they are due for payment</b>		
<u>Unsecured, considered good</u>		
-From Related Parties (Refer Note No:29)	-	-
-From Others	2,834,000	424,979
<u>Unsecured, considered doubtful</u>		
-From Others	370,000	-
Less: Allowance for doubtful trade receivables	370,000	-
	2,834,000	424,979
<b>Other receivables</b>		
<u>Unsecured, considered good</u>		
-From Related Parties (Refer Note No:29)	216,000	177,000
-From Others	16,944,166	22,055,597
<b>Total</b>	<b>19,994,166</b>	<b>22,657,576</b>

**10) Cash and Cash Equivalents**

<b>Particulars</b>	<b>As at 31st March 2020</b>	<b>As at 31st March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
Cash on Hand	923	21,011
Balance with Banks		
- in current accounts	88,167	1,798,813
<b>Total</b>	<b>89,089</b>	<b>1,819,824</b>

**11) Other Current Assets**

<b>Particulars</b>	<b>As at 31st March 2020</b>	<b>As at 31st March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
<b>(Unsecured and considered good)</b>		
<u>Loans &amp; Advances - Others</u>		
Advances to vendors	13,211	-
Balance With Government authority-GST receivables	210,166	69,224
Staff Advances	44,000	-
Others	25,065	744,140
<b>Total</b>	<b>292,442</b>	<b>813,364</b>

There are no any amount due from related parties.

## 12) Share Capital

Share Capital	As at 31st March 2020		As at 31st March 2019	
	Number	Rs.	Number	Rs.
<b>Authorised Share Capital</b>				
Equity Shares of Rs.100/- Each	180,000	18,000,000	180,000	18,000,000
	180,000	18,000,000	180,000	18,000,000
Preference Share of Rs.100/- Each	4,820,000	482,000,000	4,820,000	482,000,000
	4,820,000	482,000,000	4,820,000	482,000,000
<b>Issued, Subscribed &amp; Paid up</b>				
Equity Shares of Rs.100/- Each, fully paid up	161,250	16,125,000	161,250	16,125,000
<b>Total</b>	<b>161,250</b>	<b>16,125,000</b>	<b>161,250</b>	<b>16,125,000</b>

Reconciliation of Number of Equity Shares outstanding at the beginning and at the end of the year

Particulars	Equity Shares		Equity Shares	
	Number	Rs.	Number	Rs.
Shares outstanding at the beginning of the year	161,250	16,125,000	161,250	16,125,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	161,250	16,125,000	161,250	16,125,000

### Note:

- a) 1650 Equity shares out of the issued, subscribed and paid up share capital were allotted in part payment of Purchase of capital goods consideration.
- b) 1250 Equity shares out of the issued, subscribed and paid up share capital were allotted in consideration for giving Equivalent Foreign Exchange for purchase of Capital goods.
- c) The company does not have any holding company. The company does not have any Subsidiaries and Associated companies.

### Terms/Rights attached to Equity Shares

The Company has only one class of Equity shares having par value of Rs.100 per shares. Each shareholders of equity shares is entitled to one vote per share.

The dividend proposed by board of directors is subject to approval of the shareholders in the ensuing annual general meeting, except in case of interim dividend.

In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the company after distribution of all preferential amount, in proportion to the number of equity shares held.

Details of Share Holders holding more than 5% Equity shares in the company at the end of the Year.

Name of Shareholders	As at 31st March 2020		As at 31st March 2019	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
1) Mr. Hemang J Shah	15688	9.73	15688	9.73
2) Mr. Sanjay D. Shah	15670	9.72	15670	9.72
3) Mrs. Shantaben D. Shah	31004	19.23	31004	19.23
4) Mrs. Heena Sanjay Shah	12608	7.82	12608	7.82
5) Smt. Kanan H Shah	13110	8.13	13110	8.13
6) Smt. Jayawanti J Shah	30706	19.04	30706	19.04

## 13) Other Equity

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
<b>A) Capital Reserve</b>		
As per Last Balance Sheet	3,645,300	3,645,300
Closing Balance	3,645,300	3,645,300
<b>B) Revaluation Reserve</b>		
As per Last Balance Sheet	62,051,925	62,051,925
Closing Balance	62,051,925	62,051,925
<b>C) General Reserve</b>		
As per Last Balance Sheet	6,312,746	6,312,746
Closing Balance	6,312,746	6,312,746
<b>D) Retain Earning</b>		
As per Last Balance Sheet	(753,586,047)	(742,703,949)
Add: Net Profit/(loss) For the Year	(107,883,798)	(10,882,098)
Closing Balance	(861,469,845)	(753,586,047)
<b>Total</b>	<b>(789,459,874)</b>	<b>(681,576,076)</b>

**14) Borrowings-Non Current financial Liability**

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
<b>Unsecured</b>		
Cumulative, Non convertible redeemable preference Shares (#)	482,000,000	482,000,000
Trade/Security Deposit received	8,039,568	7,612,780
<b>Total</b>	<b>490,039,568</b>	<b>489,612,780</b>

**Terms/Rights attached to Preference Shares**

(#) The company has issued Cumulative Non convertible, redeemable preference shares having face value of Rs.100/-each. These preference shares carry a fixed cumulative dividend of 0.1% p.a. (Till 31.03.2018 the company is liable to pay dividend @ 7% p.a. from the date of issue till 31.03.2018 cumulatively) 0.1% dividend shall be payable in the each financial year beginning from the 1st April,2018, in event of company making profit. In the event of loss or inadequacy of profit in any financial year, no dividend shall be paid, However dividend remaining unpaid for those years shall be carried forward. The preference shares shall be redeemable in terms of companies Act1956 after 7 Years from the date of allotment being 14th May,2011 and shall be redeemable on or before 14th May,2018. However, the said term is extended for further period of 7 years vide board meeting held on 25th may,2018 and accordingly the said preference share capital shall be redeemable on or before 14th May,2025.

There are no any amount of Trade/Security deposit received from related parties.

**15) Other Non Current Liability**

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
Advance received against sale of assets (Refer Note No:5)	2,394,000	2,394,000
Other Advance received	301,391	821,226
Advance received-Overseas	-	8,250,076
Trade payable -Overseas	-	16,617,340
<b>Total</b>	<b>2,695,391</b>	<b>28,082,641</b>

There are no any amount of advances received from related parties.

**16) Borrowings-Current financial liability**

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
<b>Unsecured:</b>		
Loans from related parties (Refer Note no. 29)	433,446,876	407,929,173
<b>Total</b>	<b>433,446,876</b>	<b>407,929,173</b>

**Note**

All loans from related parties are repayable on demand with/ without interest wherever applicable.

**17) Trade Payables**

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
(a) Dues outstanding of micro and small enterprises (#)	-	-
(b) Others (#)	1,866,890	650,252
<b>Total</b>	<b>1,866,890</b>	<b>650,252</b>

(#) The Company has not received the required information from Suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 . Hence disclosure, if any, relating to amount unpaid as at year end together with interest paid/payable as required under the said Act is not been made. This has been relied upon by the Auditors.

**18) Other Financial Liability-Current**

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
<b>Unsecured:</b>		
Other Advance received from related parties (Refer Note no. 29)	30,000	-
Other Advance received from others	-	5,000,000
unpaid Interest/dividend on Preference shares	233,087,825	232,605,825
<b>Total</b>	<b>233,117,825</b>	<b>237,605,825</b>

**19) Other Current Liability**

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
Statutory dues	6,113,918	4,327,211
Other payables including expenses payable at year end.	4,548,501	845,811
<b>Total</b>	<b>10,662,419</b>	<b>5,173,022</b>

There are No amounts due for payment to the investor education and protection fund under section 125 of the Companies Act,2013 as at the year end.

**20) Revenue from Operation**

Particulars	2019-20	2018-19
	Rs.	Rs.
<b>Sales and service revenue</b>		
<b>Income from Services</b>		
Display (Hoarding) , Venue and Leasing Income Net of GST	43,733,391	54,750,806
<b>Total</b>	<b>43,733,391</b>	<b>54,750,806</b>

**21) Other Income**

Particulars	2019-20	2018-19
	Rs.	Rs.
<b>Interest income comprises:</b>		
Interest in IT refund	-	217,907
	-	217,907
Sundry Balance W/back	105,488	1,066
Trade payable and advances w/back	24,867,417	-
Rent Income	1,380,000	1,380,000
Interest on Financial Assets carried at amortised Cost	519,834	642,673
Other Income	24,900	-
<b>Total</b>	<b>26,897,638</b>	<b>2,241,646</b>

**22) Project Expenses (#)**

Particulars	2019-20	2018-19
	Rs.	Rs.
Civil Work & Labour Charges	598,942	1,128,645
Electricity Charges	632,410	353,788
Professional Charges	816,000	1,307,740
Administration Charges & other Site Expenses	1,692,966	1,358,975
Interest on borrowings	846,455	848,775
<b>Total</b>	<b>4,586,773</b>	<b>4,997,923</b>

(#) All Expenses related to project are capitalised to construction work in Progress Account.

**23) Changes in Inventories of construction Work In Progress & Other Inventories**

Particulars	2019-20	2018-19
	Rs.	Rs.
<b>Inventories at the end of the Year:</b>		
(a) Stores & Spares	700,000	700,000
(b) Construction Work-in-Progress	183,846,640	179,259,867
	184,546,640	179,959,867
<b>Inventories at the Beginning of the Year:</b>		
(a) Stores & Spares	700,000	700,000
(b) Construction Work-in-Progress	179,259,867	174,261,944
	179,959,867	174,961,944
<b>Decrease/(Increase) in stocks</b>	<b>(4,586,773)</b>	<b>(4,997,923)</b>

**24) Employee Benefits Expenses**

Particulars	2019-20	2018-19
	Rs.	Rs.
Salary, Wages, Bonus & other allowances etc.	4,693,880	4,596,694
Contribution to Provident Fund and other fund	255,480	502,320
Workmen and Staff welfare expenses	437,189	373,780
<b>Total</b>	<b>5,386,549</b>	<b>5,472,794</b>

As per Indian Accounting Standard-19 "Employee Benefits", the disclosures of Employee Benefits as defined in the Indian Accounting Standard are given below:

**Defined Contribution Plan:**

The Company makes contributions towards provident fund, superannuation fund and other retirement benefits to a defined contribution retirement benefit plan for qualifying employees. Under the plan, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

Contribution to Defined Contribution Plans, recognised as expense (Net of amount Capitalised to CWIP) for the year is as under :

Particulars	2019-20	2018-19
	Rs.	Rs.
Employer's Contribution to Provident Fund	213,884	352,014
Employer's Contribution to ESIC	41,596	150,306
<b>Total</b>	<b>255,480</b>	<b>502,320</b>

**Defined retirement Benefit Plan:**

The company does not have any defined retirement benefit plans and the same is accounted on payment basis.

Provision for accruing of liabilities for gratuity in terms of ind AS 19 "Employee Benefits" issued by The Institute of Chartered Accounts of India has not been made in the accounts. The figure of which is not ascertainable.

**25) Finance Cost**

Particulars	2019-20	2018-19
	Rs.	Rs.
Interest & other borrowing cost on Borrowings from banks and others	26,464,115	24,003,601
Interest on Lease Liabilities	526,788	626,064
Interest/Dividend on preference Shares	482,000	482,000
Other Interest	306,632	16,593
	27,779,534	25,128,258
Less : capitalised to construction work in progress	846,455	848,775
<b>Total</b>	<b>26,933,080</b>	<b>24,279,483</b>

**26) Other Expenses:**

Particulars	2019-20	2018-19
	Rs.	Rs.
Power & Fuel	874,176	2,642,428
Insurance	63,627	81,968
Audit & Tax Audit Fees		
a) Audit fee (including limited review)	315,000	220,000
b) For Tax Audit fee	55,000	50,000
Lease rent	1,379,195	1,326,149
Rates & Taxes	27,082,451	24,558,710
Communication Expenses	82,356	98,014
Legal & Professional Fees	1,616,279	1,543,228
Repairs & Maintenance -Building	154,828	83,495
Repairs & Maintenance -Plant & Machinery	200,921	104,750
Repairs & Maintenance - Others	2,532,036	2,296,448
Security Charges	358,053	-
Travelling, Conveyance & Motor Car Expenses	492,740	599,510
Allowance for doubtful Trade receivables	370,000	-
Allowance for doubtful Assets	106,606,619	-
Property, Plant & Equipment Discarded/written off	138,132	247,838
Miscellaneous Expenses (*)	885,082	1,832,172
<b>Total</b>	<b>143,206,494</b>	<b>35,684,709</b>

(\*) includes Donation of Rs. 43101/-

**27) Earning per share**

Particulars	2019-20	2018-19
	Rs.	Rs.
Net Profit/(Loss) after tax	(107,883,798)	(10,882,098)
Weighted average No. of Shares	161,250	161,250
Nominal value per Share	10	10
Earnings per Share	(669.05)	(67.49)
Diluted Earnings per Share	(669.05)	(67.49)

**28) Contingent Liabilities and commitments:**

Particulars	2019-20	2018-19
	Rs.	Rs.
<b>Contingent Liabilities:</b>		
Guarantees furnished by Bank on behalf of the company to MCGM (pending for Renewal)	24,257,000	24,257,000
Disputed demand relating to tax against which the company has preferred appeal. (#)	6,562,400	6,562,400
Tax paid under protest or refund adjusted against disputed demand	5,392,590	5,376,594

**Commitments**

Estimated amount of contracts remaining to be executed on capital account and not provided for in respect of Amboli Project is not ascertainable in view of non availability of final project working statement and other relevant data.

The Income -Tax Assessments of the Company have been completed up to Assessment Year 2017-2018. The total outstanding demand upto AY 2017-2018 is Rs. 65.62 Lakhs as on date, against the same refund of earlier and past assessment was adjusted/demand paid by the company Rs.53.93 Lakhs as on date. Based on the decisions of the Appellate authorities and the interpretations of relevant provisions of the Income tax Act, the company has been legally advised that the additional demand raised is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

**29) Related Party Transactions**

Related party disclosure in accordance with the Accounting Standard 18-issued by the Institute of chartered Accountants of India is as under

NAME OF THE RELATED PARTY	RELATIONSHIP
- Shri Dinesh K.Poddar	Key Managerial Personnel (KMP)
- Shri Mehul J. Shah	Key Managerial Personnel (KMP)
- Shri Sanjay D.Shah	Key Managerial Personnel (KMP)
- Shri Sanjay P. Shah	Key Managerial Personnel (KMP)
- Shri Yogesh J. Shah	Key Managerial Personnel (KMP)
- Shri Sacchikumar N. Adalja	Key Managerial Personnel (KMP)
- Smt Jaywanti J Shah	Key Managerial Personnel (KMP)
- Smt Anita Vyas - Company Secretary	Key Managerial Personnel (KMP)
- Shri Mahendra K. Savaliya - C.F.O.	Key Managerial Personnel (KMP)
- Prateek R. Poddar ( Prop. Chitrakoot Garden)	Relative of Key Managerial Personnel (KMP)
Anchor Daewoo Industries Limited Anchor Leasing Pvt.Ltd. Avatar Securities Pvt Ltd. Barindra Overseas Pvt.Ltd. Classic Electricals Limited Real Value Leasing Pvt.Ltd. Poddar Print Pvt.Ltd. DRM Corporation DRM Motors Locobuddy Mobile technology Pvt.Ltd. Good Value financial services pvt.ltd.	Enterprises over which Key Managerial Personnel are able to exercise significant influence

Note: related party relationship is as identified by the company and relied upon by the auditor.

Nature of Transaction	Opening Balance	Loan Taken	Interest paid/Credited	repayment	TDS	(in Rs.)
						Closing Balance
<b>Loan Taken</b>						
Anchor Daewoo Industries Limited	145,233,773	-	-	-	-	145,233,773
Anchor Leasing Pvt.Ltd.	62,318,559	1,850,000	5,052,667	1,850,000	505,267	66,865,959
Avtar Securities Pvt. Ltd.	3,096,756	-	372,629	-	37,263	3,432,122
Barindra Overseas Pvt.Ltd.	12,507,715	-	-	-	-	12,507,715
Classic Electricals Limited	31,720,600	-	2,544,600	-	254,460	34,010,740
Real Value Leasing Pvt.Ltd.	128,496,598	1,700,000	15,539,525	-	1,553,953	144,182,170
Dinesh Poddar	-	376,787	-	376,787	-	-
Good Value Financial Services Pvt. Ltd.	24,555,172	-	2,954,694	-	295,469	27,214,397

Nature of Transaction	Locobuddy Mobile technology Pvt.Ltd.	DRM Corporation	DRM Motors	Chitrakoot Garden
<b>Income</b>				
Rent Income Net of GST	-	-	1,200,000	-
Venue Charges Received net of GST	-	-	-	5,833,333
<b>Expenses</b>				
Purchase of repairs and maintenance materials	-	99,200	-	-
Motor car Expenses	-	-	31,720	-
Design and Development charges	23,600	-	-	-
Balances as at 31.03.2020	-	-	-	-
Trade Receivables	-	-	216,000	-
Other Advance received	-	-	-	30,000
<b>Nature of Transaction</b>				<b>Amount</b>
<b>Remuneration paid</b>				
Anita Vyas (C.S.)				186,000
Mahendra Savaliya (C.F.O.)				651,624

### 30) Imports (Valued on the Cost, Insurance and Freight)

Particulars	2019-20	2018-19
	₹	₹
CIF value of Imports	Nil	Nil

### 31) Activity in Foreign Currency

Particulars	2019-20	2018-19
	₹	₹
Earnings in Foreign currency	Nil	Nil
Expenditure in Foreign currency	Nil	Nil

### 32) Remittance in Foreign currency

Particulars	2019-20	2018-19
	₹	₹
For payment of Dividend	Nil	Nil

### 33) FOB value of goods exported

Particulars	2019-20	2018-19
	₹	₹
FOB value of goods exported	Nil	Nil

### 34) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### Company as a lessee

The Company has elected not to apply the requirements of Ind AS 116 as there is no any contract in writing, further pending litigation with the lessor the company has treated the transactions as short-term leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense in the profit & loss account.

#### Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

### Transition to IndAS 116

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 leases, and other interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lease accounting model for lessees



The Company is not required to make any adjustments on transition to IndAS 116 for leases in which it acts as a lessor. The Company accounted for its leases in accordance with IndAS 116 from the date of initial application. The Company does not have any significant impact on account of lease on the application of this standard.

35) Balances in respect of Trade receivables, Loans & advances and Liabilities in most of the cases are subject to confirmations, reconciliations and adjustments, if any.

36) In the opinion of the management, Loans & Advances and trade receivables have a value on realization in the ordinary course of the business at least equal to the amount at which they are stated in the books of accounts.

37) In view of carried forward Business loss and unabsorbed depreciation, provision for taxation is not made in the financial statements.

38) As the Company does not fulfil the criteria specified in section 135 of the companies Act read with rule 3 of the Companies (Corporate Social Responsibility Policy) Rule,2014 ('CSR Rules') CSR Provisions is not applicable to the company.

39) The operation of the Company represents wholly one segment of activity relating to construction. Accordingly all company's assets and liabilities relate to this activity only.

40) In accordance with the Ind AS 12 "Income Taxes" issued by the Institute of Chartered Accountants of India Deferred tax assets and liabilities should be recognised for all timing difference in accordance with the said standard. However considering the present financial position and the requirement of the accounting standard regarding certainty/virtual certainty the same is not provided for as an asset (Net). Deferred tax asset in relation to carried forward losses and other items is recognised/offset to the extent of deferred tax liability per the requirements of AS22, accordingly there is no any impact on profit and loss account for the year. However the same will be reassessed at a subsequent balance sheet date and will be accounted for in the year of certainty/virtual certainty in accordance with the aforesaid accounting standard.

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
<b>Tax effect of items constituting deferred tax liability</b>		
On difference between book balance and tax balance of fixed assets	1,240,878	
<b>Tax effect of items constituting deferred tax assets</b>		
Carried for Brought forward business losses, unabsorbed depreciation and provision for Doubtful Trade receivables and non recovery of Non-Current Assets (restricted to)	1,240,878	-
<b>Total</b>	-	-

41) Computation of Net Profit under Section 197 of the Companies Act has not been given as no remuneration is paid to Directors.

42) The Global spread of Covid-19 has led to an uncertain and unpredictable path ahead for all of us. Amidst the tumult of this unprecedented period, our priority has been to safeguard the health and well-being of our customers, employees and our communities while continuing our business operations. As the lockdown continues further, we are seeing reduced sales and services and lower footfall in our venue. reduction in variable costs will trail sales drop, abetted by higher cost of hygiene and sanitation at all our locations apart from higher absenteeism due to transport restriction. The full extent to which the pandemic will impact our future financial results will depend on upcoming developments, which are highly uncertain including any new information concerning the severity of the pandemic and the action to mitigate its spread as advised by local authorities.

43) The previous year's figures have been regrouped & recast wherever necessary to make them comparable.

**As per our report of even date attached**

For **A.C.MODI & ASSOCIATES**

Chartered Accountants

Firm's registration number: 116555W

Sd/-

**ALPESH C.MODI**

Proprietor

Membership number: 101342

Place : Mumbai

Dated : 29.06.2020

**For and on behalf of the Board of Directors of**

**Shah Construction Company Limited**

Sd/-

Sd/-

**Mehul J. Shah**

Chairman & MD

DIN: 00933528

Sd/-

**Dinesh K. Poddar**

Director

DIN: 00158597

**Mahendra K. Savaliya**

Chief Financial

Officer

Sd/-

**Anita Vyas**

Company

Secretary

Sd/-

**Sanjay D. Shah**

Director

DIN:00292226