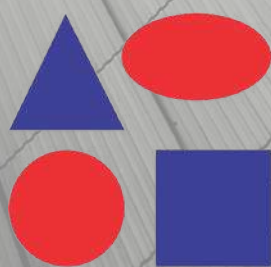


2020-21 Annual Report



SHASHIJIT

INFRAPROJECTS

LIMITED

**IN OUR WORK WE HAVE PRIDE,
QUALITY IS WHAT WE PROVIDE.**

MESSAGE FROM THE CHAIRMAN

DEAR SHAREHOLDERS,

As I write to you during these unprecedented times, my heart goes out to all the families who have suffered tremendous loss due to the COVID-19 pandemic. The colossal loss of life has been heart-wrenching and painful.

This pandemic spared no one as it unleashed the largest economic setback across the globe. Our country felt the impact as much, if not more, with the nationwide lockdown and cessation of economic activities which severely impacted our growth. In the face of uncontrollable factors in the operating environment, we stayed focused on strengthening our business and positioning it for fast recovery

Before I speak to you about the performance of your company, let me briefly highlight the economic scenario in which your Company is operating.

I shall confine myself to very briefly mentioning the salient operating results of the Company during the fiscal year 2020-21. We recorded revenues of 16.81 crore and clocked a negative bottom line to the tune of Rs 0.12 Crore. FY 2020-21 has proved to be detrimental to our operational and financial performance as we battled a spate of challenges, needless to mention the severe impact of COVID 19 pandemic resulting in slowdown in overall domestic activity and hurdles to sectoral growth arising from regulatory decisions and poor sentiment. Our company's annual revenue growth rate has been negative in the FY 2020-21 as compared to previous year. The consequential inflation, low GDP growth and high interest rate regime that prevailed in the market threw us into despair, causing profitability to dip and decline in sales. What helped us come out of this challenging situation was a series of strategic interventions that ensured that we were back on the track for growth and certainly we have been able to partially navigate through the difficult challenges largely due to strong fundamentals of company and the foresight of your management.



As evident, in the last financial year the company amended the Main Object and added new business verticals and also started of operation and maintenance of 3 Lakes in Vapi City. Due to the COVID 19 lock down and restriction in operating public places the ventures could not fly as expected.

The inflection point in our journey coincides with the urbanization wave that is sweeping the geography where we are deep rooted. The Government unveiled a plethora of initiatives as a part of development projects to boost infrastructure development of the country. On the anvil are a series of measures to boost investment, ease policy norms, build new-age infrastructure, and generally create an environment favorable for the enhancement of urban life. The mood in the construction industry, which is directly linked to growth is positive.

The tough times are definitely behind us, and what lies ahead is a period of getting smarter and bigger, as we move towards garnering a bigger chunk of the growth potential unleashed by the day to day improving economic which were at a standstill due to the pandemic and infrastructure projects picking up. The opportunities are humungous and, backed by the vision of our promoters, the support of our stakeholders and partners and the commitment of our people, we are confident of making the most of the same.

With strong growth drivers in place in the economy, and the push that the infrastructure sector has got in the budget proposals, the construction industry is on the way to expand and grow in a big way in the coming years. For SIPL, this offers opportunities of the kind not envisaged before. The tough pandemic time that we faced inspired us to learn the smart way of approaching growth and addressing opportunities. It has taught us the ideal

approach to reinforce our presence across diverse sectors while foraying into new areas of growth. With our eyes firmly fixed on high margin Government projects, we are set to create new benchmarks in excellence and quality by building new-age infrastructure.

Our commitment to the maximization of employee pride, customer satisfaction and shareholder value remains the fundamental pillars.

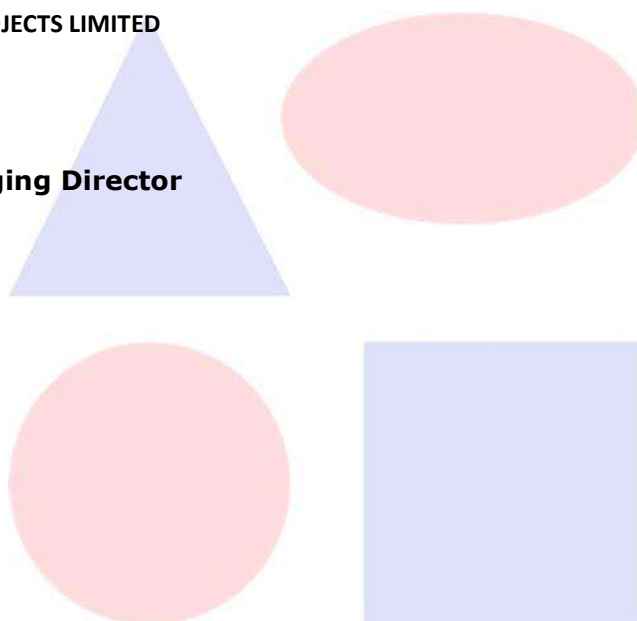
On behalf of the Board of Directors, I sincerely thank the shareholders, customers and all stakeholders for their continued support in the Company's future endeavors. I would like to place on record the sincerity, hard work, commitment and dedication of the employees. It will certainly be our endeavor to put in our best efforts for sustained growth, expansion and prosperity of the company benefitting all stakeholders.

I look forward to seeing you in at the ensuing AGM.

Thank you and Jai Hind!

For SHASHIJIT INFRAPROJECTS LIMITED

Sd/-
Ajit Jain
Chairman & Managing Director



INDEX

| SR. NO. | CONTENTS | PAGE NO. |
|---------|--|----------|
| 1 | Corporate Information | 4-5 |
| 2 | Notice of 14 th Annual General Meeting | 6-22 |
| 3 | Directors' Report and Annexures | 23-35 |
| | Annexure-I Management Discussion and Analysis Report | 36-42 |
| | Annexure-II Details for Remuneration paid to Employees and related Disclosures | 43-44 |
| | Annexure-III MR-3 - Secretarial Audit Report | 45-48 |
| | Annexure-IV Corporate Governance Report | 49-71 |
| | Annexure-V CFO Certification | 72 |
| | Annexure-VI – Certificate by Practicing Company Secretary on Corporate Governance | 72 |
| | Annexure-VII - Certificate by Practicing Company Secretary on disqualification of Director | 74 |
| 4 | Statutory Auditors Report for FY 2020-21 | 75-84 |
| 5 | Financial Statements for FY 2020-21 | 85-132 |

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Ajit Jain
Mrs. Shashi Jain
Mrs. Aakruti Jain
Mr. Anil Jain
Mr. Dheeraj Khandelwal
Mr. Prabhat Gupta

Chairman & Managing Director
Whole-Time (Woman) Director
Whole-Time (Woman) Director
Independent Director
Independent Director
Independent Director

CHIEF FINANCIAL OFFICER

Mr. Ishwar Patil
Contact No.: 0260-2432963
Email ID : cfo@shashijitinfraprojects.com

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Manthan D. Shah
Contact No.: 0260-2432963
Email ID: cs@shashijitinfraprojects.com

AUDITORS

STATUTORY AUDITOR
M/S NPV & Associates,
NPV House,
D-Wing, Chanakya,
Mahavir Nagar Link road,
Kandivali West,
Mumbai - 400067.

INTERNAL AUDITOR
M/s Rahul Kala & Associates,
Chartered Accountant
Office No. 323, 3rd Floor,
Girnar Khushboo Plaza,
GIDC, Vapi-396195,
Gujarat, India

SECRETARIAL AUDITOR
Mr. Nitesh P. Shah
Practicing Company Secretary
C-604, Shashwat Skyz,
Nr Ambalal Park, Mahavir Nagar,
Sabarmati, Ahmedabad-380005,
Gujarat, India

AUDIT COMMITTEE

Mr. Dheeraj Khandelwal
Chairman
Mr. Anil Jain
Member
Mr. Ajit Jain
Member

NOMINATION AND REMUNERATION COMMITTEE

Mr. Prabhat Gupta
Chairman
Mr. Dheeraj Khandelwal
Member
Mr. Anil Jain
Member

STAKEHOLDER'S RELATIONSHIP COMMITTEE

Mr. Prabhat Gupta
Chairman
Mr. Dheeraj Khandelwal
Member
Mr. Anil Jain
Member

REGISTRAR & TRANSFER AGENT

BIGSHARE SERVICES PRIVATE LIMITED

1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis Apartments
(Next to Keys Hotel),
Marol Maroshi Road, Andheri East,
Mumbai-400059, Maharashtra
Phone No: 022-62638200

BANKERS

Saraswat Co-Operative Bank Limited

REGISTERED OFFICE:

Plot No. 209, Shop No. 23,
2nd Floor, Girnar Khushboo Plaza,
GIDC, Vapi-396195,
Gujarat, India,
Contact No: 0260-2432963

E-mail : investors@shashijitinfraprojects.com

Website: www.shashijitinfraprojects.com

CIN: L45201GJ2007PLC052114

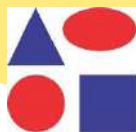
LISTING

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

BRANCH OFFICE:

Shop No. A-15, 1st Floor,
Jalaram Darshan, Opp. Jalaram Mandir,
Silvassa - Khanvel Main Road,
Village: Rakholi- 396230, UT of DNH & DD,
India



SHASHIJIT INFRAPROJECTS LIMITED

CIN: L45201GJ2007PLC052114

Registered Office: Plot No. 209, Shop No. 23, 2nd Floor, Girnarkhushboo Plaza, GIDC,
 Vapi-396195, Gujarat, India

Phone: +91260 2432963, 7878660609

Email: info@shashijitinfraprojects.com; **Website:** www.shashijitinfraprojects.com

NOTICE CALLING 14th ANNUAL GENERAL MEETING

NOTICE IS HEREBY given that the 14th Annual General Meeting of the Members of **SHASHIJIT INFRAPROJECTS LIMITED** will be held on Wednesday, 25th August, 2021 at 01.30 P.M., through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the following businesses;

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Aakruti Jain (DIN: 02591552), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. To re-appoint Mr. Anil Jain (DIN: 07597536) as an Independent Director of the Company for 5 years
 To consider and if thought fit, to pass with or without modification(s), the following resolution as a **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 and 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) and/or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Nomination and remuneration Committee and approval of the Board of Directors for re-appointment of Mr. Anil Jain (DIN: 07597536), who was appointed as an Independent Director and who holds office upto 26th August, 2021 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years commencing from 27th August, 2021 upto 26th August, 2026.

RESOLVED FURTHER THAT the Board of Directors (including its committee thereof) and/or the Company Secretary, be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

4. To re-appoint Mr. Dheeraj Khandelwal (DIN: 07595594) as an Independent Director of the Company for 5 years

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **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 and 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) and/or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Nomination and remuneration Committee and approval of the Board of Directors for re-appointment of Mr. Dheeraj Khandelwal (DIN: 07595594), who was appointed as an Independent Director and who holds office upto 26th August, 2021 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years commencing from 27th August, 2021 upto 26th August, 2026.

RESOLVED FURTHER THAT the Board of Directors (including its committee thereof) and/or the Company Secretary, be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

5. To re-appoint Mr. Prabhat Gupta (DIN: 07595615) as an Independent Director of the Company for 5 years

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **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 and 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) and/or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Nomination and remuneration Committee and approval of the Board of Directors for re-appointment of Mr. Prabhat Gupta (DIN: 07595615), who was appointed as an Independent Director and who holds office upto 26th August, 2021 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years commencing from 27th August, 2021 upto 26th August, 2026.

RESOLVED FURTHER THAT the Board of Directors (including its committee thereof) and/or the Company Secretary, be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution”.

Registered Office:

Plot No. 209, Shop No. 23,
 2nd Floor, Girnar Khushboo Plaza, GIDC,
 Vapi-396195,
 Gujarat, India.

Dated: 25th July, 2021

**By Order of the Board
 For Shashijit Infraprojects Limited**

**Sd/-
 Manthan D. Shah
 Company Secretary & Compliance officer**

NOTES:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. 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 MCA Circulars 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 AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the 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 AGM through VC/OAVM will be made available to atleast 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 AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. The Statement setting out material facts, pursuant to Section 102 of the Act, Secretarial Standard-2 on General Meetings and Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) in respect of the Special Businesses, specified in item nos. 3 to 5 of the accompanying Notice is annexed hereto.

7. A brief resume of each of the Directors proposed to be re-appointed at this AGM, nature of their expertise in specific functional areas, names of companies in which they hold directorship and membership / chairmanships of Board Committees, shareholding and relationship between directors inter-se as stipulated under Regulation 36 of the Listing Regulations and other requisite information as per Clause 1.2.5 of Secretarial Standard-2 on General Meetings, are provided in the "Annexure I" of this notice.
8. Corporate Members are required to send a certified true copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representatives to attend and vote on their behalf at the Meeting.
9. M/s. NPV & Associates (Firm Registration Number- 129408W), Chartered Accountants, were appointed as Statutory Auditors of the Company for a period of five consecutive years at the 10th Annual General Meeting (AGM) of the Company to hold office from the conclusion of the 10th Annual General Meeting until the conclusion of the 15th Annual General Meeting of the Company. Appointment was made subject to ratification by the Members at every subsequent AGM held during the tenure of appointment. Pursuant to the amendment made to Section 139 of the Act by the Companies (Amendment) Act, 2017, effective from May 07, 2018, the requirement of seeking ratification of the members for the appointment of the Statutory Auditors has been withdrawn from the Statute.
10. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.shashijitinfraprojects.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM i.e. www.evotingindia.com).
11. The 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 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
12. All the documents referred to in the accompanying Notice and the Statement setting out material facts can be obtained for inspection by writing to the Company at its email ID investors@shashijitinfraprojects.com till the date of the AGM.
13. The record Date for the purpose of determining the Members eligible for participation in remote e-voting (e-voting from a place other than venue of the AGM) and voting at the AGM will be **Wednesday, 18th August, 2021**.
14. In case of joint holders attending the Meeting, the joint holder who is highest in the order of names will be entitled to vote at the Meeting.
15. The Board has appointed Mr. Nitesh P. Shah (COP: 13222), Practicing Company Secretaries as Scrutinizer to scrutinize both the remote and e-voting as well as e-voting during the AGM in a fair and transparent manner.

16. In continuation of this Ministry's General Circular No. 20/2020, dated 5th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- (i) The voting period begins on Sunday, 22nd August, 2021 at 09:00 AM and ends on Tuesday, 24th August, 2021 at 05:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the record date i.e. Wednesday, 18th August, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

| Type of shareholders | Login Method |
|---|---|
| Individual Shareholders holding securities in Demat mode with CDSL | <ol style="list-style-type: none"> 1) Users of who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi./Registration/ EasiRegistration. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM. |
| Individual Shareholders holding securities in demat mode with NSDL | <ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp |

| | |
|---|--|
| | <p>3) 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. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider’s website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> |

Important note:

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

| Login type | Helpdesk details |
|---|---|
| Individual Shareholders holding securities in Demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43. |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 |

(v) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders & physical shareholders.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.

- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

| | |
|---|--|
| | For Shareholders holding shares in Demat Form other than individual and Physical Form |
| PAN | <p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v). |

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@shashijitinfraprojecs.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

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

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at investors@shashijitinfraprojects.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at investors@shashijitinfraprojects.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are 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 available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like 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 Company/RTA email id.

2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

All queries relating to Share Transfer and allied subjects should be addressed to:

CONTACT DETAILS:

Company

Shashijit Infraprojects Limited

Plot No. 209, Shop No. 23,
 2nd Floor, GirnarKhushboo Plaza,
 GIDC, Vapi-396195,
 Gujarat, India,

Contact No: **0260-2432963**

Email: investors@shashijitinfraprojects.com

Website: www.shashijitinfraprojects.com

CIN: **L45201GJ2007PLC052114**

Registrar and Transfer Agent

Bigshare Services Private Limited

1st Floor, Bharat Tin Works Building,
 Opp. Vasant Oasis Apartments
 (Next to Keys Hotel),
 Marol Maroshi Road, Andheri East,
 Mumbai-400059, Maharashtra
 Phone No: 022-62638200

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 03

To Re-appoint Mr. Anil Jain (DIN: 07597536) as an Independent Director of the Company for 5 years:

Mr. Anil Jain (DIN: 07597536) was appointed as an Additional Independent Director of the Company under the provisions of the Companies Act, 2013, vide Board Resolution passed in the Board Meeting held on 27th August, 2016 which was further approved by way of Ordinary Resolution passed by the Members at the 10th Annual General Meeting held on 25th September, 2017. As per the said resolution, the term of appointment of Mr. Anil Jain is expiring on 26th August, 2021.

The Board of Directors of the Company at their meeting held on 25th July, 2021, based on the (i) outcome of performance evaluation (ii) recommendations of the Nomination and Remuneration Committee and (iii) experience and significant contributions made by Mr. Anil Jain, have approved his reappointment as an Independent Director for the second term of 5 (five) consecutive years w.e.f. 27th August, 2021 to 26th August, 2026, subject to approval of the shareholders by way of Special Resolution. He brings with him 33 years of professional experience in Plant Operations with cross functional exposure in manufacturing operations, Plant engineering and production, vendor development and turn around management.

Mr. Anil Jain will be entitled to receive remuneration by way of sitting fees as approved by the Board of Directors, reimbursement of expenses for participation in the Board meetings and committee meetings as may be approved by the Board of Directors and shareholders on the recommendation of Nomination and Remuneration.

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company, and shall be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in Board's report.

The Company has received a declaration from Mr. Anil Jain confirming that he meets the criteria of independence under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received consent from Mr. Anil Jain to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The draft letter of appointment of Mr. Anil Jain as Independent Director setting out the terms and conditions is available for inspection at the registered office of the Company during normal business hours on all working days up to the date of Annual General Meeting and through electronically and members seeking to inspect the same can send an email to info@shashijitinfraprojects.com.

Relevant details relating to re-appointment and continuation of Directorship of Mr. Anil Jain, including his profile, as required by the Act, Listing Regulations and Secretarial Standards issued by ICSI are provided in the "Annexure" to the Notice.

Except Mr. Anil Jain, being the appointee, or his relatives, no other Directors or key managerial personnel of the Company or their relatives are concerned or interested financially or otherwise in the resolution set out at Item No. 3.

The Board of Directors recommends the resolution at Item No. 3 for approval of the Members by way of a Special Resolution.

ITEM NO. 04

To Re-appoint Mr. Dheeraj Khandelwal (DIN: 07595594) as an Independent Director of the Company for 5 years:

Mr. Dheeraj Khandelwal (DIN: 07595594) was appointed as an Additional Independent Director of the Company under the provisions of the Companies Act, 2013, vide Board Resolution passed in the Board Meeting held on 27th August, 2016 which was further approved by way of Ordinary Resolution passed by the Members at the 10th Annual General Meeting held on 25th September, 2017. As per the said resolution, the term of appointment of Mr. Dheeraj Khandelwal is expiring on 26th August, 2021.

The Board of Directors of the Company at their meeting held on 25th July, 2021, based on the (i) outcome of performance evaluation (ii) recommendations of the Nomination and Remuneration Committee and (iii) experience and significant contributions made by Mr. Dheeraj Khandelwal, have approved his reappointment as an Independent Director for the second term of 5 (five) consecutive years w.e.f. 27th August, 2021 to 26th August, 2026, subject to approval of the shareholders by way of Special Resolution. He brings with him 16 years of experience in core analytical abilities and professional approach in the areas of accounting, auditing, Income tax matters and strategic budgeting, project finance, due diligence, management consultancy matters, financial arrangements from bankers and other related aspects of accountancy profession.

Mr. Dheeraj Khandelwal will be entitled to receive remuneration by way of sitting fees as approved by the Board of Directors, reimbursement of expenses for participation in the Board meetings and committee meetings as may be approved by the Board of Directors and shareholders on the recommendation of Nomination and Remuneration.

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company, and shall be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in Board's report.

The Company has received a declaration from Mr. Dheeraj Khandelwal confirming that he meets the criteria of independence under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received consent from Mr. Dheeraj Khandelwal to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The draft letter of appointment of Mr. Dheeraj Khandelwal as Independent Director setting out the terms and conditions is available for inspection at the registered office of the Company during normal business hours on all working days up to the date of Annual General Meeting and through electronically and members seeking to inspect the same can send an email to info@shashijitinfraprojects.com.

Relevant details relating to re-appointment and continuation of Directorship of Mr. Dheeraj Khandelwal, including his profile, as required by the Act, Listing Regulations and Secretarial Standards issued by ICSI are provided in the “Annexure” to the Notice.

Except Mr. Dheeraj Khandelwal, being the appointee, or his relatives, no other Directors or key managerial personnel of the Company or their relatives are concerned or interested financially or otherwise in the resolution set out at Item No. 4.

The Board of Directors recommends the resolution at Item No. 4 for approval of the Members by way of a Special Resolution.

ITEM NO. 05

To Re-appoint Mr. Prabhat Gupta (DIN: 07595615) as an Independent Director of the Company for 5 years:

Mr. Prabhat Gupta (DIN: 07595615) was appointed as an Additional Independent Director of the Company under the provisions of the Companies Act, 2013, vide Board Resolution passed in the Board Meeting held on 27th August, 2016 which was further approved by way of Ordinary Resolution passed by the Members at the 10th Annual General Meeting held on 25th September, 2017. As per the said resolution, the term of appointment of Mr. Prabhat Gupta is expiring on 26th August, 2021.

The Board of Directors of the Company at their meeting held on 25th July, 2021, based on the (i) outcome of performance evaluation (ii) recommendations of the Nomination and Remuneration Committee and (iii) experience and significant contributions made by Mr. Prabhat Gupta, have approved his reappointment as an Independent Director for the second term of 5 (five) consecutive years w.e.f. 27th August, 2021 to 26th August, 2026, subject to approval of the shareholders by way of Special Resolution. Brings in vast experience in the field of civil engineering and other related works. Has executed a number of residential real estate projects in past and lays strong emphasis on team work, stress management & timeliness and adapts to the changing needs and situations to upgrade personal knowledge and skill.

Mr. Prabhat Gupta will be entitled to receive remuneration by way of sitting fees as approved by the Board of Directors, reimbursement of expenses for participation in the Board meetings and committee meetings as may be approved by the Board of Directors and shareholders on the recommendation of Nomination and Remuneration.

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company, and shall be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in Board’s report.

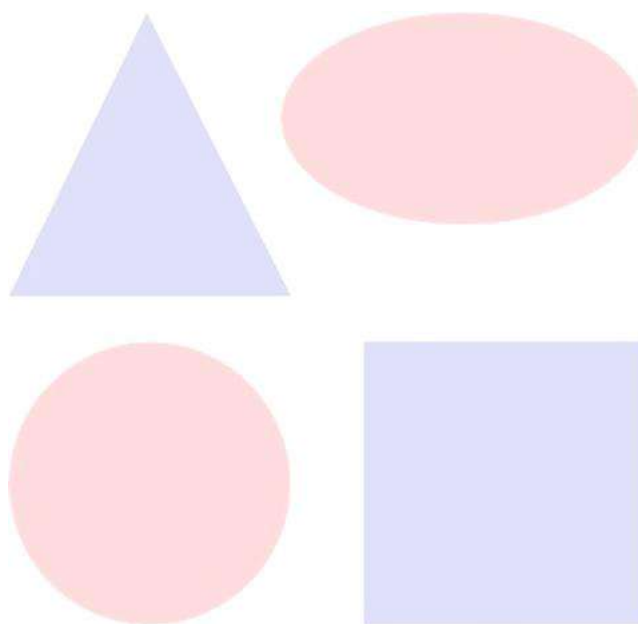
The Company has received a declaration from Mr. Prabhat Gupta confirming that he meets the criteria of independence under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received consent from Mr. Prabhat Gupta to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The draft letter of appointment of Mr. Prabhat Gupta as Independent Director setting out the terms and conditions is available for inspection at the registered office of

the Company during normal business hours on all working days up to the date of Annual General Meeting and through electronically and members seeking to inspect the same can send an email to info@shashijitinfraprojects.com.

Relevant details relating to re-appointment and continuation of Directorship of Mr. Prabhat Gupta, including his profile, as required by the Act, Listing Regulations and Secretarial Standards issued by ICSI are provided in the “Annexure” to the Notice.

Except Mr. Prabhat Gupta, being the appointee, or his relatives, no other Directors or key managerial personnel of the Company or their relatives are concerned or interested financially or otherwise in the resolution set out at Item No. 5.

The Board of Directors recommends the resolution at Item No. 5 for approval of the Members by way of a Special Resolution.



ANNEXURE-I TO NOTICE

Pursuant to Regulation 36 of the Listing Regulations and SS-2 issued by the ICSI, information about the Directors seeking re-appointed is furnished below:

| Particulars | MRS. AAKRUTI JAIN | MR. ANIL JAIN |
|--|--|---|
| Date of Birth | 01/02/1991 | 05/09/1961 |
| Age | 30 | 59 |
| Date of 1 st Appointment on the Board | 01/07/2009 | 27/08/2016 |
| Qualification | Bachelor of architecture from Gujarat University | Bachelor of Engineer, Birla Institute of Technology & Science |
| Expertise in Specific Functional Areas | General Administrative affairs of Company, Interior & architectural designs of various commercial & residential projects. She also looks after the manpower planning and designing of the contracts executed by the Company. | Experience in Plant Operations with cross functional exposure in manufacturing operations, Plant engineering and production, vendor development and turn around management. He is an effective leader, trainer, communicator and rational thinker with good interpersonal skills at all levels. |
| Name of other listed entities in which the person holds the Directorship | NIL | NIL |
| Chairman/ Member of the Committees of the Board of other Companies in which he is a Director | NIL | NIL |
| Shareholding in the Company | 2,90,400 Eq. Shares | NIL |
| Remuneration last drawn (including sitting fees, if any) during the previous financial year | Rs.3,50,000/- | 7,500/- (Sitting Fees) |
| Relationship with other Directors, Manager or Key Managerial Personnel of the Company | Daughter of Mr. Ajit Jain, Chairman & Managing Director and Mrs. Shashi Jain, Whole-time Director of the Company and Not related to any other Director, Manager or Key Managerial Personnel of the Company | Not related to any other Director, Manager or Key Managerial Personnel of the Company |

| Particulars | MR. DHEERAJ KHANDELWAL | MR. PRABHAT GUPTA |
|--|--|---|
| Date of Birth | 15/03/1975 | 23/10/1965 |
| Age | 46 | 55 |
| Date of 1 st Appointment on the Board | 27/08/2016 | 27/08/2016 |
| Qualification | Chartered Accountant from Institute of Chartered Accountants of India and Commerce Graduate | Bachelor of Engineering from Rajasthan University |
| Expertise in Specific Functional Areas | Core analytical abilities and professional approach in the areas of accounting, auditing, Income tax matters and strategic budgeting, project finance , due diligence, management consultancy matters, financial arrangements from bankers and other related aspects of accountancy profession | Brings in vast experience in the field of civil engineering and other related works. Has executed a number of residential real estate projects in past and lays strong emphasis on team work, stress management & timeliness and adapts to the changing needs and situations to upgrade personal knowledge and skill. |
| Name of other listed entities in which the person holds the Directorship | NIL | NIL |
| Chairman/ Member of the Committees of the Board of other Companies in which he is a Director | NIL | NIL |
| Shareholding in the Company | NIL | NIL |
| Remuneration last drawn (including sitting fees, if any) during the previous financial year | 7,500/- (Sitting Fees) | 7,500/- (Sitting Fees) |
| Relationship with other Directors, Manager or Key Managerial Personnel of the Company | Not related to any other Director, Manager or Key Managerial Personnel of the Company | Not related to any other Director, Manager or Key Managerial Personnel of the Company |

BOARDS' REPORT

Dear Members,

On behalf of the Board of Directors (the "Board") of the Company, I am hereby presenting the 14th Annual Report on the business and operations of the Company, together with the audited financial statements for the year ended 31st March, 2021.

1. FINANCIAL SUMMARY

The summarized standalone results of the Company with previous year's figure, forming part of this Annual Report, have been prepared in accordance with the Accounting Standards as notified by the Ministry of Corporate Affairs, are given in the table below:

| (Amount in Rupees) | | |
|---|--|--|
| Particulars | Year Ended 31 st March, 2021 | Year Ended 31 st March, 2020 |
| Revenue from operations | 16,81,72,519 | 28,67,57,775 |
| Other Income | 26,24,696 | 6,41,773 |
| Total Income | 17,07,97,215 | 28,73,99,548 |
| Less: Expenditure | 15,76,37,129 | 28,22,18,209 |
| Earnings before Interest, Tax, Depreciation and amortization (EBITDA) | 1,31,60,086 | 51,81,339 |
| Less: Finance Cost | 62,45,812 | 48,96,761 |
| Depreciation | 86,74,521 | 84,43,737 |
| Profit/(Loss) Before Tax | (17,60,247) | (81,59,159) |
| Less: Tax Expense | | |
| Current Tax | - | - |
| Deferred Tax Credit | 2,90,538 | 20,54,675 |
| Net Profit/(Loss) After Tax | (14,69,708) | (61,04,484) |
| Total Comprehensive Income | (12,25,683) | (60,59,522) |

2. COMPANY'S PERFORMANCE

The key highlights pertaining to the business of the Company for the year 2020-21 and period subsequent there to have been given hereunder;

- Company has achieved revenue of Rs. 16,81,72,519/- in FY 2020-21 as against Rs. 28,67,57,775/- in previous year.

- Company has incurred net loss of Rs. 12,25,683/- in FY 2020-21 as against net loss of Rs. 60,59,522/- in the previous year.
- Earnings per Share (EPS) of the Company is Rs. -0.12 comparing to Earning per Share (EPS) of the Company of Rs. -0.59 of previous financial year.

The year started with nation-wide lockdown imposed to combat COVID-19 pandemic and it impacted the revenue growth of the first quarter. Economic activity was partially resumed by mid of May 2020, with relaxation in lockdown and consumer demand improved towards the end of Second quarter of the fiscal. Your Company was able to recommence the operations partially in May 2020 and scaled up the activities by end of first quarter by strictly adhering to COVID-19 protocols. Gross margin was impacted due to material cost inflation and pricing actions were initiated considering market dynamics.

Economic activity remains uncertain and challenging, with the hit of second wave of COVID-19, and consequent lockdown declared in many parts of the Country. Your Company will be closely monitoring the external environment and shall manage the emerging scenarios by becoming stronger in the construction segment.

3. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

As on 31st March, 2021, the Company did not have any Subsidiary, Joint venture or Associate Company and hence the details of financial performance are not required to be furnished.

4. CHANGES IN SHARE CAPITAL

There have been no changes in the Share Capital of the Company during the year.

5. DIVIDEND

The Board has not recommended final dividend for the Financial Year 2020-21.

6. UNCLAIMED DIVIDEND

There has been unclaimed Dividend of the Final Dividend declared for FY 2018-19 from one shareholder.

Reminders are sent regularly to the Shareholder who have not claimed the dividend amount. Pursuant to the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividends that are unpaid or unclaimed for a period of 7 (seven) years from the date of their transfer are required to be transferred by the Company to the IEPF within thirty days from the due date for transfer of unpaid dividend, administered by the Central Government.

7. TRANSFER OF EQUITY SHARES TO INVESTOR EDUCATION PROTECTION FUND AUTHORITY (IEPFA)

In terms of Section 124(6) of the Act read with Rule 6 of the IEPFA (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended from time to time), shares on which dividend has not been paid or claimed by a shareholder for a period of 7 (seven) consecutive years or more shall be transferred to the Demat Account of IEPFA within a period of thirty days of such shares become due for transfer. Upon transfer of such shares, all benefits (like dividend, bonus, split, consolidation etc.), if any, accruing on such shares shall also be transferred

to demat/bank Account of IEPF and the voting rights on such shares shall remain frozen till the rightful owner claims the shares.

During the year under review, the Company was not required to transfer any equity shares.

8. TRANSFER TO RESERVE & SURPLUS

Due to losses in FY 2020-21, resulting in transfer of entire amount of loss in the profit and loss account.

9. DEPOSITS

The Company has not accepted any deposit within the meaning of Chapter V of the Act and the Rules framed thereunder during the year under review.

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

The Company continues to consider the impact of COVID-19 (second wave) pandemic in assessing the recoverability of financial and non-financial assets. For this purpose, the Company considered the internal and external sources of information up to the date of approval of these financial results. The Company based on its judgments and estimates expects to fully recover the carrying amount of financial assets. The impact of COVID-19 remains uncertain and may be different from what we have estimated as on the date of approval of these standalone financial results and the Company will continue to closely monitor any material changes to future economic conditions.

The Company has started operating government infrastructures and related/allied activities resulting into additional source of income.

11. CHANGE IN THE NATURE OF BUSINESS

There was no change in the nature of business of the Company during the Financial Year 2020-21.

12. POSTAL BALLOT

During the year under review, there has been no resolution passed through Postal Ballot.

13. SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS/COURTS/ TRIBUNALS IMPACTING THE GOING CONCERN STATUS & COMPANY'S OPERATIONS IN FUTURE

There were no significant & material orders passed by the regulators/courts/tribunals which would impact the going concern status of the company and its operations in future.

14. CLASSES OF SHARES

As on date, the Company has only one class of share capital i.e. Equity Shares of Rs.10/- each.

15. BOARD OF DIRECTORS AND ITS COMMITTEES

A. Composition of the Board of Directors

As on March 31, 2021, the Board of Directors of the Company comprised of 6 (Six) Directors, with Three Executive and Three Independent Directors. The composition of the Board of Directors is in compliance

with the provisions of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 of the Companies Act, 2013.

B. Change in office of Directors and KMP of the Company during the year under review and details of Directors seeking re-appointment at 14th Annual General Meeting

The members of the Company in their 13th Annual General Meeting held on 30th September, 2020, appointed Mrs. Shashi Jain, as Whole-time Director, who was liable to retire by rotation.

At the 10th Annual General Meeting of the Company held on 25th September, 2017, the shareholders had approved the appointment of Mr. Anil Jain, Mr. Dheeraj Khandelwal and Mr. Prabhat Gupta as an Independent Directors to hold office for a period of 5 (five) consecutive years up to 26th August, 2021.

Based on the outcome of performance evaluation and recommendations of the Nomination and Remuneration Committee, the Board of Directors of the Company, at their meeting held on 25th July, 2021 have recommended the re-appointment of Mr. Anil Jain, Mr. Dheeraj Khandelwal and Mr. Prabhat Gupta as Independent Directors, for the second terms of five consecutive years w.e.f. 27th August, 2021 to 26th August, 2026 (not liable to retire by rotation), in accordance with Section 149, 152, Schedule IV and other applicable provisions, if any, of the Act and the Listing Regulations. This appointments are subject to approval of members by way of special resolutions in the ensuing Annual General Meeting.

In the opinion of the Nomination & Remuneration Committee and Board of Directors of the Company, considering the wealth of experience and expertise of Mr. Anil Jain, Mr. Dheeraj Khandelwal and Mr. Prabhat Gupta and their immense value they brings to the Board and the Company be in the interest of the Company and its shareholders. Mr. Anil Jain, Mr. Dheeraj Khandelwal and Mr. Prabhat Gupta are exempt from the requirement to undertake online proficiency self-assessment test conducted by Indian Institute of Corporate Affairs (IICA), Manesar.

C. Retirement by rotation and subsequent re-appointment

In accordance with the provisions of Section 152 and other applicable provisions, if any, of the Act and the Articles of Association of the Company, Mrs. Aakruti Jain, Whole-time Director of the Company, is liable to retire by rotation at the ensuing AGM and being eligible have offered herself for re-appointment.

D. Criteria for Determining Qualifications, Positive Attributes and Independence of a Director

The Nomination and Remuneration Committee has formulated Nomination and Remuneration Policy, which details the criteria for determining qualifications, positive attributes and independence of Directors in terms of provisions of Section 178(3) of the Act and the Listing Regulations. The policy forms part of this Annual Report in Corporate Governance Report section.

E. Declaration by Independent Directors

The Company has received the following declarations from all the Independent Directors confirming that:

- 1) They have furnished a declaration stating that they meet the criteria of independence as envisaged in Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149(6) and Schedule IV of the Companies Act, 2013.
- 2) They have registered themselves with the Independent Director's Database maintained by the IICA.

None of the Directors of the Company are disqualified for being appointed as Directors as specified in Section 164(2) of the Act and Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

F. Certificate from Practicing Company Secretary

Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the Listing Regulations, Nitesh P. Shah, Company Secretary in Practice, Ahmedabad, has certified that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority and the certificate forms part of this Annual Report as “Annexure-VII”.

G. Number of Meetings of the Board of Directors

The Board meets at regular intervals to consider and approve financial results, strategic proposals apart from other items of business.

During the year under review, 6 (Six) Board meetings were held and meetings of Committees were also held. The intervening gap between the meetings was within the period prescribed under the Act and the Listing Regulations. The details of the meetings are given in the Report on Corporate Governance which forms part of this Report.

H. Meeting of Independent Directors

Pursuant to the requirements of Schedule IV to the Act and the Listing Regulations, a separate Meeting of the Independent Directors of the Company was held on 13th February, 2021, and the Directors reviewed and assessed the matters under Schedule IV(VII)(3) to the Companies Act, 2013 and Regulation 25(4) of the Listing Regulations. All the Independent Directors attended the meeting.

I. Constitution of Committees

Pursuant to the requirements under the Act and the Listing Regulations, the Board of Directors has constituted various Committees of Board such as Audit Committee, Nomination and Remuneration Committee, Stakeholders’ Relationship Committee.

The composition and terms of reference of Audit Committee, Nomination and Remuneration Committee and Stakeholders’ Relationship Committee and number of meetings held during the year under review are given in the Corporate Governance Report as “Annexure-IV”.

J. Performance Evaluation

Pursuant to the provisions of the Act and the Listing Regulations, the Board has carried out the annual performance evaluation of its own performance, the Directors (excluding the Director being evaluated) as well as the committees.

The Nomination and Remuneration Committee of the Company has carried out evaluation of performance of each individual Director. The evaluation of all the Directors and the Board as a whole was

conducted based on the criteria and framework adopted by the Board. The evaluation of individual Director was carried out based on various parameters.

In the meeting of Independent Directors held during the year, the members evaluated the performance of the Chairman based on criteria such as giving guidance to the Board and ensuring the independence of the Board etc. The performance of the non-independent directors was also evaluated based on their contribution made to the growth of the Company, strategic initiatives and Board deliberations.

K. Directors' Responsibility Statement

Pursuant to Section 134 of the Act, the Directors of the Company state that:

a) Accounting Standard

In the preparation of the annual accounts for the financial year ended 31st March, 2021, the applicable accounting standards have been followed and no material departures have been made from the same;

b) Accounting Policies

The directors had 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 31st March, 2021 and of the profit and loss of the company for the financial year ended 31st March, 2021;

c) Proper Efficient and Care

The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

d) Going Concern Basis

The annual accounts on a going concern basis;

e) Internal Financial Controls

The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

f) Compliance with All Laws

The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

16. AUDITORS

A. Statutory Auditors

M/s. NPV & Associates (Firm Registration Number- 129408W), Chartered Accountants, were appointed as Statutory Auditors of the Company for a period of five consecutive years at the 10th Annual General Meeting (AGM) of the Company to hold office from the conclusion of the 10th Annual General Meeting until the conclusion of the 15th Annual General Meeting of the Company.

Appointment was made subject to ratification by the Members at every subsequent AGM held during the tenure of appointment. Pursuant to the amendment made to Section 139 of the Act by the Companies (Amendment) Act, 2017, effective from May 07, 2018, the requirement of seeking ratification of the members for the appointment of the Statutory Auditors has been withdrawn from the Statute. Hence, the resolution seeking ratification of the members for re-appointment at the ensuing AGM is not being sought.

Statutory Auditors' observations in Audit Report

The notes on financial statement referred to in the Auditor's Report are self-explanatory. There is no qualification, reservation or adverse remarks or disclaimer by the Auditors in their Report and do not call for any further explanation/comment from the Board.

B. Secretarial Auditor

Mr. Nitesh P. Shah, Company Secretaries, Ahmedabad was appointed as Secretarial Auditor of the Company to conduct the Secretarial Audit of the Company. The Secretarial Audit Report for the financial year 2020-21 submitted by him in the prescribed form MR-3 forms part of this Annual Report as "Annexure-III".

Secretarial Auditors' observations in Secretarial Audit Report

The remarks given by the Secretarial Auditors are as under;

1. The Company has not made entries in the Structured Digital database in the manner as required under the Regulation 3(5) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.
2. The Company has filed with delay Eform IEPF-2 required to be filed for the Financial Year ended on 31st March, 2020, pursuant to Rule 5(8) of the the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.
3. The Company has filed with delay EForm MSME Form I required to be filed for the half year ended September, 2020, pursuant to the Specified Companies (Furnishing of Information about payment to Micro and Small Enterprise Suppliers) Order, 2019.

Board's comment on the observation

Company has filed ROC form IEPF-2 with Registrar of Companies with Additional Fees and complied and filed form MSME-1 for the September, 2020 with Registrar of Companies and the delay was made inadvertently without any malafide intentions. Company has made the all the entries in Digital Structured Database as per SEBI (Prohibition of Insider Trading) Regulations, 2015 before the date of the Board's Report and complied.

C. Internal Auditors

Pursuant to Section 138 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, the Company has appointed Mr. Rahul Kala, Chartered Accountant (Membership No. 428047) as the Internal Auditor of the Company to carry out the Internal Audit of the Functions and activities of the Company.

D. Cost Auditors

As per Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Amendment Rules, 2014, Company is not required to appoint Cost Auditor.

17. REPORTING OF FRAUDS

During the year under review, neither the Statutory Auditor nor the Internal Auditor has reported to the Audit Committee, under Section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees.

18. POLICY MATTERS

A. Nomination and Remuneration Policy

In terms of provisions of Section 178(3) of the Act a policy, containing the criteria for determining qualifications, competencies, positive attributes and independence for appointment of a Director (Executive/Non-Executive) and it highlights the remuneration for the Directors, Key Managerial Personnel and other employees, ensuring that it covers the matters mentioned in Section 178(4) of the Act.

The salient features of the Nomination and Remuneration Policy of the Company are outlined in the Corporate Governance Report which forms part of this Annual Report as “Annexure-IV”. The Policy is also available on the website of the Company www.shashijitinfraproject.com

B. Vigil Mechanism/Whistle Blower Policy

The Company has adopted a Whistle Blower Policy for Vigil Mechanism for Directors and Employees to report to the Management instances of unethical behavior, fraud or violation of Company’s code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairperson of the Audit Committee in exceptional cases. None of the persons has been denied access to the Chairperson of the Audit Committee. The policy has been circulated amongst the employees of the Company working at various locations, divisions/units. During the year under review, the Company has not received any instances of genuine concerns from Directors or employees.

The policy is in line with the provisions of the Act and the Listing Regulations is available on the website of the Company i.e. www.shashijitinfraprojects.com.

C. Corporate Social Responsibility Policy

Section 135(1) of the Companies Act, 2013 is not applicable to the Company for financial year 2020-21. Hence, Company does not have to form Policy regarding Corporate Social Responsibility.

D. Risk Management Policy

The Company has established a well-defined process of risk management, wherein the identification, analysis and assessment of the various risks, measuring of the probable impact of such risks, formulation of risk mitigation strategy and implementation of the same takes place in a structured manner. Though the various risks associated with the business cannot be eliminated completely, all efforts are made to minimize the impact of such risks on the operations of the Company. Necessary internal control systems are also put in place by the Company on various activities across the board to ensure that business operations are directed towards attaining the stated organizational objectives with optimum utilization of the resources.

19. OTHER MATTER

A. Internal Financial Controls

The Company engaged Mr. Rahul Kala, Chartered Accountant as Internal Auditor of Company. During the year, the Company continued to implement his suggestions and recommendations to improve the control environment. His scope of work includes review of processes for safeguarding the assets of the Company, identifying opportunities for cost saving, review of operational efficiency, effectiveness of systems and

processes, Compliance with Laws, Regulations and Contracts and assessing the internal control strengths in all areas. Internal Auditor's findings are discussed with the process owners and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations.

B. Particulars of loans, guarantees or investments

During the year under review, the Company has not given any loan, provided any guarantee or made any investment falling under the provisions of Section 186 of the Act.

C. Any revision made in financial statements of board's report

The Company has not revised the Financial Statements or Board's Report in respect of any of the three preceding Financial Years.

D. Code of Conduct

The Board of Directors has approved a Code of Conduct which is applicable to the Member of the Board and all employees in the course of day to day operations of the Company in accordance with the applicable Accounting Standards.

All Members of the Board and Senior Management personnel have affirmed the compliance with the Code as on 31st March, 2021. A declaration to this effect, signed by the Managing Director in terms of the Listing Regulations is given in the Report of Corporate Governance forming part of this Annual Report as "Annexure-IV".

The Code is made available on the Company's website i.e. www.shashijitinfraprojects.com.

E. Annual Return

The Annual Return of the Company as on 31st March, 2020 in Form MGT-7 in accordance with Section 92(3) of the Act read with the Companies (Management and Administration) Rules, 2014, is available on the website of the Company at www.shashijitinfraprojects.com. The Annual Return for the Financial Year 2020-21 in Form MGT-7 will be available on the website of the Company after the completion of the ensuing Annual General Meeting, as required by section 134(2)(a) of the Companies act, 2013.

F. Management Discussion and Analysis Report

As per the terms of Regulation 34(2)(e) of the Listing Regulations, Management Discussion and Analysis as stipulated under the Listing Regulations is presented in a separate section as "Annexure-I" forming part of this Annual Report.

G. Related Party Transactions

Your Board endeavors that all contracts/ arrangements/ transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis in terms of provisions of the Act. An omnibus approval from the Audit Committee is obtained for the related party transactions. During the year under review there were no materially significant related party transactions entered by the Company with the related parties which may have a potential conflict with the interests of the Company.

A statement of all related party transactions is presented before the Audit Committee on quarterly basis, specifying the nature, value and terms and conditions of transactions. Since all the Related Party Transactions entered into during the Financial Year were on an arm's length basis and in the ordinary course of business, no details are required to be provided in Form AOC-2 as prescribed under Section 134(3)(h) the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014. The details of the related party transactions as per Indian Accounting Standards IND AS are set out in Note to the Standalone Financial Statements of the Company.

In accordance with the requirements of the Listing Regulations, the Company has also adopted Policy on Materiality and dealing with Related Party Transactions and the same has been placed on the website of the Company i.e. www.shashijitinfraprojects.com.

H. Corporate Governance

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements. The Report on Corporate Governance as required under Regulation 34(3) read with Schedule V of the Listing Regulations forms part of this Annual Report as "Annexure-IV". Further as required under Regulation 17(8) of the Listing Regulations, a certificate from the Managing Director and Chief Financial Officer is annexed with this Report.

I. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

i. Conservation of Energy;

| | | |
|-----|---|---|
| i | the steps taken or impact on conservation of energy; | The Company continued energy conservation efforts during the year. It has closely monitored power consumption and running hours on day-to-day basis, thus resulting in optimum utilization of energy. |
| ii | the steps taken by the company for utilizing alternate sources of energy; | NIL |
| iii | the capital investment on energy conservation equipment; | NIL |

ii. Technology Absorption:

| | | |
|-----|--|---|
| i | the efforts made towards technology absorption; | The activities of the Company at present do not involve technology absorption and research and development. |
| ii | the benefits derived like cost reduction, product development or import substitution; | NIL |
| iii | in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- | NIL |

| | | |
|----|--|-----|
| | a) the details of technology imported; b) the year of import; c) whether the technology been fully absorbed; d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and | |
| iv | Expenditure incurred on Research and Development. | NIL |

iii. Foreign Exchange Earnings and Outgo:

| | |
|---|-----|
| The Foreign Exchange earned in terms of actual inflows during the year: | NIL |
| The Foreign Exchange outgo during the year in terms of actual outflows: | NIL |

J. Particulars of Remuneration details of Directors, Key Managerial Personnel and Employees:

The remuneration paid to the Directors in accordance with the Nomination and Remuneration policy formulated in accordance with section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The information required under section 197 of the Companies Act, 2013 read with Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) in respect of Directors/ employees of the Company forms part of this Annual Report as "Annexure-II".

20. SECRETARIAL STANDARDS

The Company has complied with the various Secretarial Standards issued by the Institute of Company Secretaries of India.

21. LOAN FROM DIRECTORS/RELATIVE OF DIRECTORS:

During the year under review, the Company has accepted interest free unsecured loan from Directors and returned the same to the Directors as per Rule 2(1)(c)(viii) of Companies (Acceptance of Deposits) Rules, 2014. Declarations of owned fund were taken Pursuant to Rule 2(c) (viii) of the Companies (Acceptance of Deposits) Rules, 2014 as and when the loan has been taken from the Directors. The summary of the loan is as under;

| Particulars | Ajit Jain (CMD) | Shashi Jain (WTD) | Aakruti Jain (WTD) | Total |
|-----------------------------|--------------------|----------------------|-----------------------|-----------|
| Balance as on 01/04/2020 | - | - | 7,80,000 | 7,80,000 |
| Loan taken during the year | 37,00,000 | 29,00,000 | 14,90,000 | 80,90,000 |
| Loan repaid during the year | - | 2,00,000 | - | 2,00,000 |
| Balance as on 31/03/2021 | 37,00,000 | 27,00,000 | 22,70,000 | 86,70,000 |

22. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

All Independent Directors are familiarized with the operations and functioning of the Company. The details of the familiarization program are provided in the Corporate Governance Report.

23. CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

The Board has formulated code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Fair Disclosure Code") for fair disclosure of events and occurrences that could impact price discovery in the market for the Company's securities and to maintain the uniformity, transparency and fairness in dealings with all stakeholders and ensure adherence to applicable laws and regulations. The copy of the same is available on the website of the Company at www.shashijitinfraprojects.com.

24. PREVENTION OF INSIDER TRADING

The Board has formulated code of conduct for regulating, monitoring and reporting of trading of shares by Insiders. This code lays down guidelines, procedures to be followed and disclosures to be made by the insiders while dealing with shares of the Company and cautioning them on consequences of non-compliances. The copy of the same is available on the website of the Company at www.shashijitinfraprojects.com.

25. LISTING OF SHARES

The equity shares of the Company are listed on BSE Ltd. (BSE). The listing fee for the Financial Year 2021-22 has been paid to the Stock Exchange.

26. HUMAN RESOURCES & INDUSTRIAL RELATIONS

The Company is pleased to report that during the year under reporting, the industrial relations were cordial.

27. PARTICULARS OF EMPLOYEES

The provisions of Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 requiring particulars of the employees in receipt of remuneration in excess of Rs.102 lacs per year to be disclosed in the Report of Board of Directors is not applicable to the Company as none of the employees was in receipt of remuneration in excess of Rs.102 lacs during the financial year 2020-21.

28. CFO/CEO CERTIFICATION

The CFO/CEO certification on the financial statement of the Company as required under Regulation 17(8) of the SEBI (ICDR) Regulations, 2015 forms part of this Annual Report as "Annexure-V".

29. REPORTING ON SUSTAINABILITY

We are continuously striving to promote better and more effective sustainability policy and practices. In order to ensure transparent communication of our sustainability efforts to all our stakeholders we have made conscious efforts through technology innovation and effective communication and transparency.

30. OTHER DISCLOSURES:

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. None of the Directors of the Company have resigned during the year under review;
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year is not applicable;

31. ACKNOWLEDGEMENTS

The Board of Directors place on record sincere gratitude and appreciation for all the employees at all levels for their hard work, solidarity, cooperation and dedication during the year. The Board conveys its appreciation for its customers, shareholders, suppliers as well as vendors, bankers, business associates, regulatory and government authorities for their continued support.

For and on behalf of the Board of Directors
Shashijit Infraprojects Limited

Sd/-

(Ajit Jain)

Chairman & Managing Director
DIN: 01846992

Place: Vapi

Dated: 25th July, 2021

“Annexure-I”

MANAGEMENT DISCUSSION AND ANALYSIS

This chapter on Management’s Discussion and Analysis (“MD&A”) is to provide the stakeholders with a greater understanding of the Company’s business, the Company’s business strategy and performance, as well as how it manages risk and capital.

The following management discussion and analysis is intended to help the reader to understand the results of operation, financial conditions of Shashijit Infraprojects Limited.

MACRO ECONOMY

The last financial year has been a period of turmoil and hardship for all of humanity, with very significant impact on people’s health and economic condition due to several months of pandemic. The year witnessed rising loss of lives worldwide and major disruption to business activity, both on the demand as well as on the supply side, causing strain on countries, governments, families and citizens. However, dedicated efforts of research scientists worldwide have created the path forward in the form of several vaccines, developed within record timelines, clearly driving widespread immunity. At present, while the impact of this crisis continues to take a heavy toll in several parts of the world, there is a ray of hope emerging from the implementation of fast-tracked vaccination programs. Also, human resilience and economic support by governments have combined to bring about quick adaptation to the new normal, creating a rebound in global economies within the framework of limited physical mobility. The net result of these factors is that after contracting 3.3% in 2020, the global economy is now projected to grow at 6% in 2021 and 4.4% in 2022 (IMF World Economic Outlook, April 2021). However, prospects in individual countries and regions may be divergent – dependent on the constitution of their economies and response to the pandemic.

INDIAN ECONOMY:

Financial year 2020-21 ended on a very unexpected and difficult note with the entire world virtually coming to a standstill due to the spread of COVID-19 pandemic. Economic activity, manufacturing operations, global supply chains and consumption patterns have been disrupted, adversely affecting established frameworks both at macro as well as micro levels. However, even before the impact of the virus was starting to be felt, the global economy had underperformed and growth had slowed down to 3.5 percent. Previously, there were some hopes of revival in the current year that may no longer hold valid as the International Monetary Fund (IMF) in its latest outlook note has forecasted a 4.9% contraction in global GDP for the year 2020.

India also recorded a steep contraction in output in 2020-21. According to the provisional estimates released by the Central Statistics Ofce (CSO) on 31 May 2021, decline in India’s Gross Domestic Product (GDP) for 2020-21 is estimated at 7.3 per cent, compared to a 4 per cent growth in the previous year. Both industry and services were severely impacted.

Apart from economic reforms, the government also implemented various structural reforms in the country covering sectors like Agriculture, MSMEs, Labour, Power and Industry.

With the economic activity gaining momentum post the Covid-19 lockdown, the measures announced by the government and rollout of coronavirus vaccines resulted in an uptick in economic sentiments, but the resurgent Covid-19 second wave has put a dampener on India’s growth trajectory. Hopefully, the country should be in a

position to control this second wave of Covid-19 infections and, with progress in vaccination and strict implementation of prevention and detection protocols, the country should be on the growth track for the larger part of FY 2021-22.

INFRASTRUCTURE AND CONSTRUCTION SECTOR OVERVIEW

The Infrastructure sector is a key driver for the Indian economy, and contributes to India's overall development. The sector, accordingly, receives focused attention and resource allocation from both Central and State Governments.

FY 2020-21 started with the nationwide lockdown due to the Covid-19 pandemic which had stalled all economic activities during the first quarter of the year. The lockdown took a heavy toll on the economy, with up to two-thirds of activity either shut or working at reduced capacity. Post the lockdown, businesses took various steps to bring back labour and materials to site. Gradually, the operations at sites picked up, and by the end of second quarter of the year, there was improved labour presence at sites and work progress. Adequate precautions were taken to curtail the spread of the virus by following the social distancing norms, proper sanitization and by restricting physical movement.

FY 2020-21 was a challenging year both for the Indian economy, which performed below its true potential, as well as the construction sector. This sector is also beset with challenging payment terms. With the changing environment, the project sites are also required to adapt to a new set of norms for continuation of work, which will hamper progress for some time. The impact of the pandemic is expected to continue and may taper off as normalcy gradually returns.

OPERATIONAL OVERVIEW

Shashijit is an established name in industrial and infrastructural Contracting headquartered at Vapi, Gujarat. The company is in to Civil Project Management as well as Constructs, Designs, Procurements, Builds and Develops Industrial, Commercial, Residential, Public Utility Building & Infrastructure Development Projects.

The Company is looking has added new line of business by amending the main object of the Company's business. Along with that we have been focusing on venturing into new foray of Infrastructural development viz. Roads and rail infrastructure, bridges, dams and other government contracting related activities. We are equipped with a sound team of professionals and logistics support for executing of any such projects. We are also open to foray into newer geographies for any such opportunity coming our way. We have established a long standing relationship with our clients by rendering superior satisfaction in terms of services delivered, unmatched quality, most competitive price and timely completion of projects. The Company has extensive experience in construction management and has inherent skills and resources to develop and deliver any type of Real estate projects. Company has also started trading of building construction materials during the current year under review and focusing on more business opportunity.

OPPORTUNITIES AND THREATS

As the year started with the economy under complete lockdown and unprecedented uncertainty, the focus initially was on health risks posed by the Covid-19 pandemic. The market for real estate, and indeed for all high-value and discretionary spend categories, saw extremely limited activity in the first quarter (Apr to Jun) of 2020-21 as both

consumers and businesses adjusted to the emerging realities of living and operating under the pandemic. Your Company continues to work on economies of scale. The company falls under MSME sector due to which it enjoys various incentives. Company has great advantage of highly motivated manpower & this helps in continual process improvements & cost reductions. Our focus is on quality of product, long-term relationships, stable and sustainable operations and global best practices for suppliers and customers.

There is a direct correlation in between prospect of economic growth and political stability, there are certain down side risks such as pace and shape of global recovery, effect of withdrawal of fiscal stimulus etc. Our performance may also be impacted by increased competition mainly from the local players, regulatory changes & attrition of employees.

The pandemic has significantly increased chemical activity, pharma activity, e-commerce activity and increased the demand for space from several ancillary industries such as packaging, warehousing and logistics. Much of this demand is for built-to-suit solutions in well-serviced environments which the Company is well placed to deliver. While the uncertainty around the Covid crisis continues, economic prospects for India are better than these were a year ago. SIPL expects the favourable market situation in the real estate sector to continue.

SEGMENT-WISE PERFORMANCE

The Company is into business of civil construction for industrial, commercial and residential projects during the financial year under review, hence the segment wise reporting is not applicable. Financial Performance of the Company for the year under review has already covered under the Directors' Report.

OUTLOOK

Construction companies are used to cyclical downturns, but the speed and strength with which COVID-19 has struck is unprecedented. Projects are being delayed. Supply chains are under threat. Employee and subcontractor labour health is a concern, and there are practical challenges around social distancing on construction sites.

The outlook for FY2021-22 is one of cautious optimism, with the country's GDP regaining positive territory. While the current resurgence of COVID-19 may dent prospects in the initial part of the year, vigorous vaccination efforts and improved adherence to safety protocols should spark a revival in the latter half. We therefore believe the recovery is 'delayed'. The major challenge for the construction industry will be supply chain disruptions including limited availability of labourers as the migrant workers constituted a very large share of the workforce.

Company is starting operating all 3 lakes in FY 21-22 which have been allotted on 9 years lease from Vapi Nagar Palika with various activities and it will create additional source of revenue, planning to start the lake in the previous financial year was delayed due to Covid related restrictions. Company is looking optimistic about it and will adhere to follow the guidelines issue by different government from time to time.

The business is confident of its ability to tide over the challenges arising from subdued demand and executional challenges through its customer centric approach, construction expertise and technology leadership in the industry.

RISKS AND CONCERNS

The world economy is facing a downturn triggered by the COVID-19 pandemic, which has spread to almost all the countries across the globe. The Infrastructure industry is among one of the badly affected industries due to the contagion-led lockdown and eventual new norms of working. It has also impacted the supply chain and the availability of the workforce. The business is working on identifying different scenarios and preparing contingency plans for each scenario. All necessary measures are being taken to ensure the collection of payments due and to have a hard look at fixed costs and optimize overheads during the lockdown period.

With the second wave of Covid-19 infections, there is a concern about workmen returning to their native places due to the surge in cases. As most projects are labour-intensive, any such situation may impact execution/progress. Labour unrest problems and shortage of labour may significantly affect our business.

The ongoing pandemic may adversely impact the supply chain. In order to mitigate this, the business is creating awareness among its supply chain partners regarding the transport restrictions and they are advised to avoid sourcing from locations that may be impacted due to the lockdown

The liquidity crunch has been prevailing in the infrastructure market, and many owners / developers are financially stressed. To avoid any liquidity risk, robust screening of customer profiles and their liquidity position is undertaken before bidding for any construction contract as well as during execution.

Our projects are exposed to various implementation and other risks and uncertainties. We may be further subject to regulatory risks, financing risks and the risks that these projects may ultimately prove to be unprofitable.

INTERNAL CONTROL SYSTEMS & ADEQUACY

The Company has an adequate internal control system to safeguard all assets and ensure their efficient productivity. The Company practices quality management system for design, planning and construction that complies with quality standards. The Company has a suitable internal control system for the business processes, operations, financial reporting, compliance with applicable laws and regulations. The Internal Audit firm conducts periodical audits to ensure adequacy of internal control systems and adherence to management policies. Wherever deemed necessary, internal control systems are also reassessed and corrective action is taken, if required. The Audit Committee also regularly reviews the reports of the Statutory Auditors, and Internal Auditors.

Your management attaches very high importance to safeguarding of internal control. The Independent Directors have full access and visibility to any details of the Company. Audit Committee recommendations are taken very seriously by the Board and implemented in letter and spirit. Commensurate with the size and scale of operations of the Company, the Company has well set processes and procedure for planning, review, revenue recognition, expenses authorization, capital expenditure approval, risk management, investments etc.

Reorganization of marketing, bidding and estimation team which enhanced the prequalification, estimation, tender evaluation, formal pre-bid risk assessment and also offered greater commercial oversight on the attractiveness of opportunities and also threats. Internal Control systems are also put in place by the Company on various activities across the board to ensure that business operations are directed towards attaining the stated organizational objectives with optimum utilization of the resources.

The internal control commensurate with the activities is supplemented by continuous review by the management. The internal control system is designed to ensure that every aspect of the company's activity is properly monitored.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The details of the financial performance are appearing in the financial statements separately. The highlights of the same are also mentioned in the Director's Report.

MATERIAL DEVELOPMENT IN HUMAN RESOURCES

We believe that people determine success of an organization and play a pivotal role in accelerating its growth. While its focus to strengthen its HR policies and processes to attract and retain the best talent in the industry continued during the year, these were times when Covid-19 created unprecedented disruption — in our homes, communities as well as workplaces.

The Company is committed to ensure employees' safe working conditions and social awareness. SIPL has 47 permanent employees as on 31st March, 2021. The Company maintains its focus on its human resources as it believes that an empowered workforce is the key to sustained competitive advantage. The company has appointed professional individuals who are competent and qualified to take care of the various compliances of the company.

The Company's employees possess requisite qualifications and technical expertise to execute projects across the construction services domain. The Company's HR continues to focus on maintaining excellent work culture, employee development and competitive compensation to ensure a motivated and empowered workforce

The company continues to lay emphasis on developing and facilitating optimum human performance. The Company has maintained excellent relations with its employees across all levels of the organization during the period under review. All efforts were made to ensure a high employee satisfaction. Adequate measures were undertaken to enhance the skill sets of the employees. The Company has always aimed to create a workplace where every person can achieve their optimum potential and add value to the organizational growth. Company has really good relation with industries by which Company can get leads for the Constructions.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS AND RETURN ON NETWORTH

As per the amendment made under Schedule V to the Listing Regulations read with Regulation 34(3) of the Listing Regulations, details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in Key Financial Ratios and any changes in Return on Net Worth of the Company including explanations therefor are given below:

| Sr. No. | Particulars | Current year ended on 31 st March, 2021 | Current year ended on 31 st March, 2020 | % Changes | Explanation |
|---------|------------------|--|--|-----------|---|
| 1. | Debtors Turnover | 2.57 | 3.80 | 32.11 | Due to Covid decrease in sale and that results into decrease in debtor turnover ratio |

| | | | | | |
|----|--------------------------------|-------|-------|--------|--|
| | | | | | |
| 2. | Inventory Turnover | 1.76 | 3.58 | 50.93 | Due to overstocking ,in expectation of getting some good projects and due to COvid19 there is an adverse impact on our turnover |
| 3. | Interest Coverage Ratio | 2.17 | 1.06 | 103.69 | During the year Company receives some profitable project comparing to last year which results into increase in our profitability |
| 4. | Current Ratio | 1.35 | 1.34 | 0.62 | - |
| 5. | Debt Equity Ratio | 1.56 | 1.55 | 0.02 | - |
| 6. | Operating Profit Margin (In %) | -1.05 | -2.84 | 63.21 | Due to increase in profit margin on sale and cost cutting by the Company comparing to last year |
| 7. | Net Profit Margin (In %) | -0.73 | -2.11 | 65.50 | Due to increase in profit margin on sale and cost cutting by the Company comparing to last year |
| 8. | Return on Net Worth (In %) | -1.10 | -5.37 | 79.55 | Due to increase in profit margin on sale and cost cutting by the Company comparing to last year |

DISCLOSURES BY MANAGEMENT TO THE BOARD

All disclosures relating to financial and commercial transactions where Directors may have a potential interest are provided to the Board and the interested directors do not participate in the discussion nor do they vote on such matters.

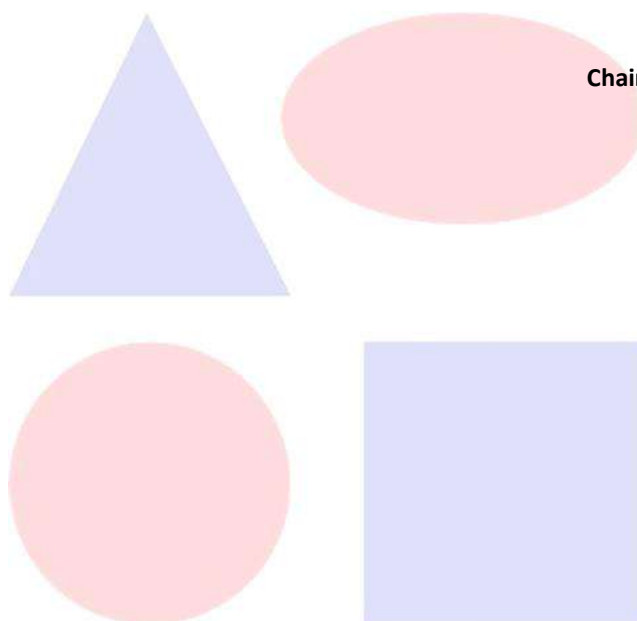
CAUTIONARY STATEMENT

This document contains statements about expected future events, financial and operating results of Shashijit Infraprojects Limited, which are forward looking. By their nature, forward looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that the assumptions, predictions and other forward-looking statements will not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the management's discussion and analysis of the Shashijit Infraprojects Limited Annual Report. The company assumes no responsibility to publically amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

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

Place: Vapi
Dated: 25th July, 2021

Sd/-
(Ajit Jain)
Chairman & Managing Director
DIN: 01846992



“ANNEXURE-II”

Statement of particulars as per rule 5 (1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- (i) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year

| Sr. No. | Name of the Director | Designation | Remuneration to the median Remuneration of the employees Ratio of the |
|---------|----------------------|------------------------------|---|
| 1. | Ajit Jain | Chairman & Managing Director | 16.20:1 |
| 2. | Shashi Jain | Whole-time Director | 2.92:1 |
| 3. | Aakruti Jain | Whole-time Director | 1.62:1 |

Note: Mr. Anil Jain, Mr. Dheeraj Khandelwal and Mr. Prabhat Gupta are the Non-Executive Independent Directors and were paid sitting fees for attending the meetings.

- (ii) The percentage of increase in remuneration of each director, chief financial officer, chief executive officer, company secretary or manager, if any, in the financial year

| Sr. No. | Name of the Director | Designation | Increase in remuneration (In %) |
|---------|----------------------|------------------------------|---------------------------------|
| 1. | Ajit Jain | Chairman & Managing Director | NIL |
| 2. | Shashi Jain | Whole-time Director | NIL |
| 3. | Aakruti Jain | Whole-time Director | NIL |
| 4. | Manthan Shah | Company Secretary | NIL |
| 5. | Ishwar Patil | Chief Financial Officer | NIL |

- (iii) The percentage increase in the median remuneration of employees in the financial year

During the financial year there was 44.00% increase in the median remuneration of employees.

- (iv) The number of employees on the rolls of the company

There are 47 (Forty Seven) permanent employees on the rolls of the Company.

- (v) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exception circumstances for increase in the managerial remuneration

There is 44.00% increase in the average salary of non-managerial employees due to decrease in the permanent employee of and given higher and additional responsibility to non-managerial employees and there is no increase in the average remuneration of managerial employees.

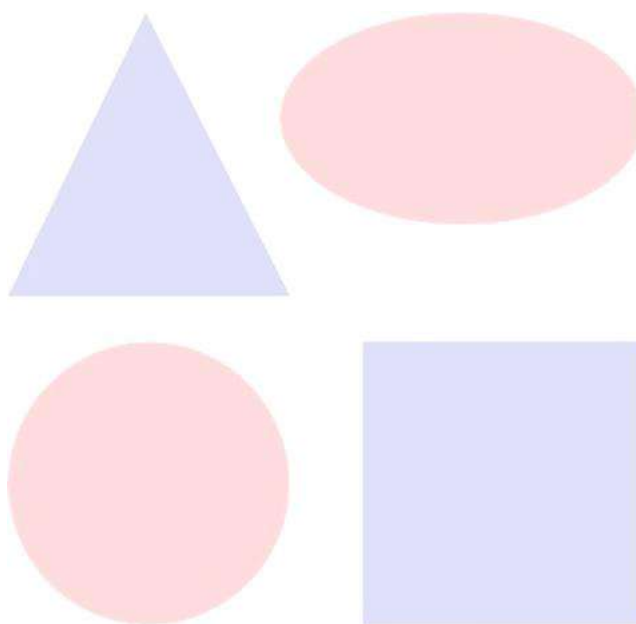
(vi) Affirmation that the remuneration as per the remuneration policy of the company

Remuneration paid during the year ended 31st March, 2021 is as per the Remuneration Policy of the Company.

**For and on behalf of the Board of Directors
SHASHIJIT INFRAPROJECTS LIMITED**

Place: Vapi
Date: 25th July, 2021

Sd/-
(Ajit Jain)
Chairman & Managing Director
DIN: 01846992



“Annexure-II”

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

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

To,
The Members,
SHASHIJIT INFRAPROJECTS LIMITED

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SHASHIJIT INFRAPROJECTS LIMITED (hereinafter referred to as “the company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the company’s books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2021 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by SHASHIJIT INFRAPROJECTS LIMITED (“the Company”) for the financial year ended on 31st March, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not Applicable**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
 - The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements)

Regulations, 2018;

- The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **Not Applicable**
- The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable**
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable** and
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **Not Applicable**
- As informed by the Management, there are no other laws that are applicable specifically to the company

I 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 Agreements entered into by the Company with BSE Limited;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. *The Company has not made entries in the Structured Digital database in the manner as required under the Regulation 3(5) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.*
2. *The Company has filed with delay Eform IEPF-2 required to be filed for the Financial Year ended on 31st March, 2020, pursuant to Rule 5(8) of the the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.*
3. *The Company has filed with delay EForm MSME Form I required to be filed for the half year ended September, 2020, pursuant to the Specified Companies (Furnishing of Information about payment to Micro and Small Enterprise Suppliers) Order, 2019.*

I further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance except in the case of two Board Meetings held on 29th January, 2021 and 03rd February, 2021 which were called and held by giving shorter notice, 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.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

I 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.

I further report that during the audit period the Company has following specific events/ actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. referred to above:-

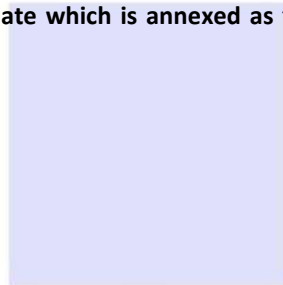
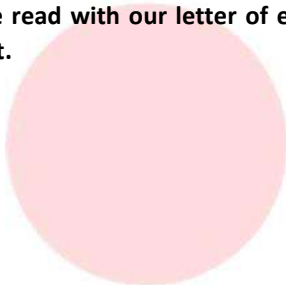
1. The Company has received letter from the Registrar of Companies, Gujarat for information and explanation for Fund utilization for the purpose specified and the promises made in the prospectus. Company has filed its reply for the said letter within the stipulated time as mentioned in the letter.

Date : 23rd July, 2021
 Place : Ahmedabad



Signature : Sd/-
 Nitesh P. Shah
 Company Secretary
 ACS No : A35681
 C P No. : 13222
 PR : 746/2020
 UDIN : A035681C000678158

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



'ANNEXURE A OF SECRETARIAL AUDIT REPORT FORM NO. MR-3'

To,
 The Members,
SHASHIJIT INFRAPROJECTS LIMITED
 Plot No. 209, Shop No. 23,
 2nd Floor, Girnar Khushboo Plaza,
 GIDC, Vapi-396195

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. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I 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. My 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.

Date : 23rd July, 2021
 Place : Ahmedabad

Signature : Sd/-
 Nitesh P. Shah
 Company Secretary
 ACS No : A35681
 C P No. : 13222

“ANNEXURE – IV”

REPORT ON CORPORATE GOVERNANCE

Report on Corporate Governance of Shashijit Infraprojects Limited (the ‘Company’) for the Financial Year ended March 31, 2021, as stipulated in the relevant provisions of the SEBI (LODR) Regulations, 2015 amended from time to time (the ‘Listing Regulations’), is set out below:

1) PHILOSOPHY ON CODE OF GOVERNANCE

Shashijit Infraprojects Limited believes that Corporate Governance is the cornerstone for fostering a state-of-the-art and future ready organisation guaranteeing extra-ordinary and sustainable growth, which sets out the purpose of the organisation and adopts the value system comprising of standing for each other's success, creative zeal, scientific rigour, audacity, integrity and customer passion form the platform that enables ours' as well as our stakeholders' successes. The sound governance systems and processes in place are empowering co-creation and partnerships while an unwavering focus on sustainability and safety is what makes us a truly responsible enterprise. Governance philosophy of rise with resilience coax the Company to imbibe, evolve and adapt to all situations and keep its trajectory intact to serve the public at large.

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the report contains the details of Corporate Governance systems and processes at Shashijit Infraprojects Limited. There are no non-compliances of any requirements of Corporate Governance Report, as per sub-paras (2) to (10) of Schedule V Part C of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2) BOARD OF DIRECTORS

The Board of Directors have the responsibility of ensuring effective management, long term business strategy, general affairs, performance and monitoring the effectiveness of the Company's corporate governance practices.

a) Composition of the Board

The Company believes in a well-balanced and diverse Board which enriches discussions and enables effective decision making. The composition of the Board is in conformity with the requirements of Regulation 17 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and as per the Companies Act, 2013 read with the applicable Companies Rules issued thereunder. The Board has an optimal mix of Executive and Non-Executive Directors, comprising Independent Directors. The Board of the Company is diverse in terms of qualification, competence, skills and expertise which enables it to ensure long term value creation for all the stakeholders. Total number of women Directors on the Board is two.

As on the date of this Report, the Board comprised of 6 (Six) members, 3 (Three) of which are Independent Directors constituting half of the Board strength, 2 (Two) are Whole-time Directors and 1 (one) Chairman & Managing Director.

All the Independent Directors have declared that they meet the criteria of independence as envisaged in Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149(6) and Schedule IV of the Companies Act, 2013. All the Independent Directors of the Company have

registered themselves with the Independent Director's Database maintained by the Indian Institute of Corporate Affairs.

The following are the names, position and categories of Directors as on March 31, 2021:

| Name of Director | Position | Category |
|------------------------|------------------------------|---------------------------------|
| Mr. Ajit Jain | Chairman & Managing Director | Promoter and Executive Director |
| Mrs. Shashi Jain | Women Whole-time Director | Promoter and Executive Director |
| Mrs. Aakruti Jain | Women Whole-time Director | Promoter and Executive Director |
| Mr. Anil Jain | Independent Director | Non-executive Director |
| Mr. Dheeraj Khandelwal | Independent Director | Non-executive Director |
| Mr. Prabhat Gupta | Independent Director | Non-executive Director |

As per the declaration received from the Directors, none of the Directors are disqualified under section 164 (2) of the Act.

b) Attendance of each Directors at the Board Meetings of the Board of Directors held during the FY 2020-21 and the last General Meeting

During the financial year, the board met 06 (Six) times. Details of attendance of Directors at the Board Meetings and Annual General Meeting (AGM) held during the FY 2020-21 are given below:

| Name of the Director | Attendance at | |
|------------------------|----------------|---|
| | Board Meetings | AGM (held on 30 th Sep, 2020) |
| Mr. Ajit Jain | 6 | Yes |
| Mrs. Shashi Jain | 6 | Yes |
| Mrs. Aakruti Jain | 6 | Yes |
| Mr. Anil Jain | 6 | No |
| Mr. Dheeraj Khandelwal | 5 | Yes |
| Mr. Prabhat Gupta | 5 | Yes |

c) No. of Directorship, Membership and Chairmanship held by the Directors in the Board and Committees of other companies:

| Name of Director | Category of Director | Directorship on Board and Membership/ Chairmanship of Board Committees in other companies as on March 31, 2021 | | |
|------------------------|--------------------------------------|--|------------------|--------------------|
| | | Director | Committee Member | Committee Chairman |
| Mr. Ajit Jain | Chairman & Managing Director | - | - | - |
| Mrs. Shashi Jain | Whole-time Director | - | - | - |
| Mrs. Aakruti Jain | Whole-time Director | - | - | - |
| Mr. Dheeraj Khandelwal | Independent & Non-executive Director | - | - | - |
| Mr. Anil Jain | Independent & Non-executive Director | - | - | - |
| Mr. Prabhat Gupta | Independent & Non-executive Director | - | - | - |

Directorship, Membership / Chairmanship in other companies shown above do not include alternate directorship, Private Limited Companies that are neither a subsidiary nor a holding company of a Public Company, Companies incorporated under Section 8 of the Act and Companies incorporated outside India.

Chairmanship/ Membership of Board Committees include Chairmanship/ Membership of Audit Committee and Stakeholder's Relationship Committee as per the Regulation 26(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Details of no. of membership given above include the details of Chairmanship held by the Directors. Directorship, Membership and Chairmanship held by the Directors of the Company, in other companies are within the limits prescribed. None of the Independent Directors of the Company is serving on the Board of more than seven listed companies, as an Independent Director. Further, Independent Directors of the Company, serving as Whole-time Director in any other listed company are not holding the position of Independent Director in more than three listed companies, as prescribed under Regulation 17A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

d) Number and dates of meeting of Board of Directors

Details of meetings of Board of Directors of the Company held during the Financial Year 2020-21 are given below:

| No. of Board Meeting | Date | No. of Board Meeting | Date |
|----------------------|------------|----------------------|------------|
| 1. | 30.06.2020 | 4. | 29.01.2021 |
| 2. | 05.09.2020 | 5. | 03.02.2021 |
| 3. | 11.11.2020 | 6. | 13.02.2021 |

During the year under review, a separate meeting of Independent Directors of the Company was held on 13th February, 2021, without the attendance of Non-Independent Directors and members of management, as required under Schedule IV of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the members discussed the matters enumerated in the Schedule IV to the Act and Regulation 25(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The members reviewed the performance of:

- Non-Independent Directors and the Board as a whole;
- Chairman of the Company, considering the views of Executive and Non-Executive Directors; and
- Assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties. All the Independent Directors attended the Meeting

e) Disclosure of Relationship between Directors Inter-se

Mrs. Shashi Jain, Whole-time Director is the spouse of Mr. Ajit Jain, Chairman & Managing Director and Mrs. Aakruti Jain is the daughter of Mr. Ajit Jain, Chairman & Managing Director and Mrs. Shashi Jain, Whole-time Director. None of the other directors have inter-se relationship.

f) Equity Shareholding of the Non-Executive Directors in the Company as on 31st March, 2021:

| Sr. No | Name of Non-Executive Director | No. of Shares Held |
|--------|--------------------------------|--------------------|
| 1. | Mr. Dheeraj Khandelwal | NIL |
| 2. | Mr. Anil Jain | NIL |
| 3. | Mr. Prabhat Gupta | NIL |

g) Induction & Familiarization Programs for Independent Directors:

The Company has conducted several programmes from time to time for all the Independent Directors of the Company, to enable them to familiarize with the nature of the industry in which the Company operates, its business model etc., and the role to be played by them. Each Independent Director is taken through a familiarization program. Their rights and responsibilities were intimated through the Letter of Appointment issued to them. The program's aim is to familiarize the Directors with the Company. The Board members are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices. Periodic presentations are made at the Board and Committee meetings, on business and performance updates of the Company, business strategy and risks involved. Detailed presentations on the Company's business segments are made at the separate meetings of the Independent Directors from time to time.

The details of such familiarization programmes are disclosed on the Company's website www.shashijitinfraprojects.com.

h) A chart or matrix setting out the skills/expertise/competence of the Board of Directors specifying the following;

The Company is engaged in the business of constructions and other related/allied activities. To manage the operations and to formulate long term strategies for its growth, different skill sets are required. The Board of the Company consists of individuals who have experience and expertise in the following areas:

| Strategy | Expertise in formulating, managing and reviewing various strategic initiatives |
|--|---|
| Expertise in Construction Industry | Understand the Construction industry in a way which can help strengthen the position of the Company |
| Personnel and Manpower Management | Evaluation the manpower requirement in various projects and help the company to plan for the same |
| Financial skills | Evaluating various proposals with respect to its financial viability, review of capital budgets, financial results / statements, risks associated with the business and minimisation procedure |
| Sales & Marketing | Developing strategies in sales and marketing that promote brand building, build competitive positioning across categories, enhance reach and availability. |
| Technical, professional skills | Understand developments across the digital landscape and their potential to disrupt consumer businesses. Evaluate plans and priorities to leverage digital effectively for growth and efficiency. Promote adoption of appropriate digital priorities consistent with consumer business value chain. |
| Corporate Governance | Inspire and ensure that best in class practices are deployed across various activities to strengthen the governance system. |
| Transparent Planning & Execution of Projects | Help the Company to have transparent planning and execution of projects in smooth way |
| Strong Networking with Clients, Architects and Partners | Have strong networking with clients, architects for the smooth functioning of the projects and to get lead for the various projects |

| Skills and Descriptions | Ajit Jain | Shashi Jain | Aakruti Jain | Anil Jain | Dheeraj Khandelwal | Prabhat Gupta |
|------------------------------------|-----------|-------------|--------------|-----------|--------------------|---------------|
| Expertise in Construction Industry | Y | Y | Y | | Y | Y |
| Personnel and Manpower Management | Y | Y | Y | Y | Y | Y |
| Financial skills | Y | Y | Y | Y | Y | Y |
| Sales & Marketing | Y | Y | Y | Y | | |
| Technical, professional skills | Y | Y | Y | Y | | Y |
| Corporate Governance | Y | Y | Y | Y | Y | Y |

| | | | | | | |
|---|---|---|---|--|---|---|
| Transparent Planning & Execution of Projects | Y | Y | Y | | Y | Y |
| Strong Networking with Clients, Architects and Partners | Y | Y | Y | | | |

i) Confirmation that the Independent Directors fulfils the condition and are independent in the management

The Independent Directors, appointed in the Board have fulfilled all the necessary condition and criteria as enumerated under Regulation 16(1) (b) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and have provided their declaration in relation to their Independence as required under Regulation 25(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the Independent Directors are Independent and are not related to any members of the Board and they have registered themselves with the IICA for the purpose of Independent Director Registration, which is mandated by the Ministry of Corporate Affairs and are exempted from online self-assessment proficiency test.

j) Detailed reason of the resignation of the Independent Director before the expiry of his/her tenure along with confirmation that there are no material reasons other than those provided

During the year under review, no Independent Director has resigned from the Board of the Company.

3) AUDIT COMMITTEE

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18(1) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 read with Section 177 of the Companies Act, 2013.

a) Brief description of terms and reference

The broad terms of reference of the Audit committee are as follows:

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice, and
- To secure attendance of outsiders with relevant expertise if it considers necessary
- To review management discussion and analysis of financial condition and results of operations;
- To review statement of significant related party transactions (as defined by the audit committee), submitted by management;
- To review management letters / letters of internal control weaknesses issued by the statutory auditors;
- To review Internal audit reports relating to internal control weaknesses; and
- To review the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the Audit Committee

The role of the Audit Committee not limited to but includes:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible

2. Recommending to the Board, the appointment, remuneration and terms of appointment of auditors of the listed entity
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
 - b. Changes, if any, in accounting policies and practices and reasons for the same;
 - c. Major accounting entries involving estimates based on the exercise of judgment by management;
 - d. Significant adjustments made in the financial statements arising out of audit findings;
 - e. Compliance with listing and other legal requirements relating to financial statements;
 - f. Disclosure of any related party transactions;
 - g. Modified opinion(s) in the draft audit report
5. Reviewing, with the management, the half yearly financial statements before submission to the board for approval;
6. To give omnibus approvals for the related party transactions which are at arm's length basis and in the normal course of business.
7. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, right issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ Prospectus/ Draft Prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
8. Review and monitor the auditor's independence, performance and effectiveness of audit process;
9. Approval or any subsequent modification of transactions of the company with related parties;
10. Scrutiny of inter-corporate loans and investments;
11. Valuation of undertakings or assets of the company, wherever it is necessary;
12. Evaluation of internal financial controls and risk management systems;
13. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
14. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
15. Discussion with internal auditors any significant findings and follow up there on.
16. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
17. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
18. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
19. To oversee and review the functioning of the vigil mechanism which shall provide for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and

also provide for direct access to the Chairperson of the Audit Committee in appropriate and exceptional cases

20. Call for comments of the auditors about internal control systems, scope of audit including the observations of the auditor and review of the financial statements before submission to the Board;
21. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate;
22. To investigate any other matters referred to by the Board of Directors;
23. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee;

b) Composition, Name of Members and Chairperson

The Company's Audit Committee consists of Three Directors, of which two are Non-Executive Independent Directors. All the members of the Audit Committee have adequate knowledge in the areas of finance and accounting. Mr. Dheeraj Khandelwal, Chartered Accountant, is the Chairman of the Audit Committee. The Company Secretary acts as the Secretary to the Audit Committee.

The Committee invites the heads of various site heads, Chief Financial Officer and Internal Auditor to attend the meeting of Audit Committee.

The Composition of Audit Committee as on March 31, 2021 is as under:

| Name of the Member | Category | Position |
|------------------------|---------------------------|----------|
| Mr. Dheeraj Khandelwal | Non-executive Independent | Chairman |
| Mr. Anil Jain | Non-executive Independent | Member |
| Mr. Ajit Jain | Executive | Member |

c) Meeting of audit committee and relevant quorum

During the Financial Year 2020-21, the Committee members met five times. The gap between two meetings was not more than 120 days and requisite quorum was there for all the meetings. Attendance of Committee members at the meetings held during the Financial Year 2020-21 is as follows:

| Name of the Member | Meeting held during the year | Meeting attended during the year |
|------------------------|------------------------------|----------------------------------|
| Mr. Dheeraj Khandelwal | 6 | 6 |
| Mr. Anil Jain | 6 | 6 |
| Mr. Ajit Jain | 6 | 6 |

4) NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19(1) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 read with Section 178 of the Companies Act, 2013.

a) Brief description of terms and reference

The broad terms of reference of Nomination and Remuneration Committee includes the following:

1. To formulate a criterion for determining qualifications, positive attributes and independence of a Director.
2. Formulate criteria for evaluation of Independent Directors and the Board.
3. Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
4. To carry out evaluation of every Director's performance.
5. To recommend to the Board the appointment and removal of Directors and Senior Management.
6. To recommend to the Board, policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
7. Ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
8. To devise a policy on Board diversity.
9. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

As per the criteria laid down in the Nomination, Remuneration and Evaluation Policy, the Committee has carried out the evaluation of every Director on the Board of the Company.

The Company has adopted a Nomination & Remuneration Policy for Directors, Key Managerial Personnel and other employees which is available on the website of the Company www.shashijitinfraprojects.com in the page 'Investor Relations'.

Nomination and Remuneration Policy;

1) Preamble

Pursuant to Section 178 of the Companies Act, 2013 and Corporate Governance as per SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, the Board of Directors of every listed Company shall constitute the Nomination and Remuneration Committee. The Company has constituted "Nomination and Remuneration Committee" with Non-Executive Independent Directors as Members of the Committee. This Committee and the Policy is formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Provisions of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015

2) Objective

The Key Objectives of the Committee would be:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal and shall carry out evaluation of every director 's performance;

5. Determining, reviewing and recommending to the Board, the remuneration of the Company's Managing / Joint Managing / Deputy Managing / Whole time / Executive Director(s), including all elements of remuneration package;
6. To ensure that the relationship of remuneration to perform is clear and meets appropriate performance benchmarks.
7. Formulating, implementing, supervising and administering the terms and conditions of the Employee Stock Option Scheme, Employee Stock Purchase Scheme, whether present or prospective, pursuant to the applicable statutory / regulatory guidelines;
8. Carrying out any other functions as authorized by the Board from time to time or as enforced by statutory / regulatory authorities.

3) Definitions

- a) **"Board"** means Board of Directors of the Company.
- b) **"Company"** means **Shashijit Infraprojects Limited**.
- c) **"Employees' Stock Option"** means the option given to the directors, officers or employees of a company or of its holding company or subsidiary company or companies, if any, which gives such directors, officers or employees, the benefit or right to purchase, or to subscribe for, the shares of the company at a future date at a pre-determined price.
- d) **"Independent Director"** means a director referred to in Section 149 (6) of the Companies Act, 2013.
- e) **"Key Managerial Personnel" (KMP)** means i. Chief Executive Officer or the Managing Director or the Manager, ii. Whole-time Director, iii. Chief Financial Officer iv. Company Secretary, and v. Such other officer as may be prescribed.
- f) **"Nomination and Remuneration Committee"** shall mean a Committee of Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Agreement.
- g) **"Policy or This Policy"** means, "Nomination and Remuneration Policy."
- h) **"Remuneration"** means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.
- i) **"Senior Management"** means personnel of the Company who are members of its core management team excluding Board of Directors. This would include all members of management one level below the executive directors, including all the functional heads.

4) Interpretation

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and/or any other SEBI Regulation(s) as amended from time to time.

5) Guiding Principles

The Policy ensures that

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks and

- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short- and long-term performance objectives appropriate to the working of the Company and its goals.

6) Role of the committee

The role of the Committee inter alia will be the following:

1. To formulate a criterion for determining qualifications, positive attributes and independence of a Director.
2. Formulate criteria for evaluation of Independent Directors and the Board.
3. Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
4. To carry out evaluation of every Director's performance.
5. To recommend to the Board the appointment and removal of Directors and Senior Management.
6. To recommend to the Board, policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
7. Ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
8. To devise a policy on Board diversity.
9. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
10. To perform such other functions as may be necessary or appropriate for the performance of its duties.

7) Membership

- a) The Committee shall comprise at least three (3) Directors, all of whom shall be non-executive Directors and at least half shall be Independent.
- b) The Board shall reconstitute the Committee as and when required to comply with the provisions of the Companies Act, 2013 and applicable statutory requirement.
- c) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- d) Membership of the Committee shall be disclosed in the Annual Report.
- e) Term of the Committee shall be continued unless terminated by the Board of Directors.

8) Chairman

- a) Chairman of the Committee shall be an Independent Director.
- b) Chairman of the Company may be appointed as a member of the Committee but shall not Chair the Committee.
- c) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- d) Chairman of the Nomination and Remuneration Committee could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

9) Frequency of meetings

The meeting of the Committee shall be held at such regular intervals as may be required.

10) Committee members' interests

- a) Member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

11) Secretary

The Company Secretary of the Company shall act as Secretary of the Committee.

12) Voting

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

13) Appointment and removal of Director, KMP and Senior Management:

a) Appointment criteria and qualifications:

- The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.
- The Company shall not appoint or continue the employment of any person as Managing Director/Whole-time Director/Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

b) Term / Tenure:

1. Managing Director/Whole-time Director/Manager (Managerial Person):

- The Company shall appoint or re-appoint any person as its Managerial Person for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

2. Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for reappointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of

ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

- At the time of appointment of Independent Director, it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company.

c) Evaluation:

The Committee shall carry out evaluation of performance of every Committee and Board of Directors, KMP at regular interval.

d) Removal:

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management subject to the provisions and compliance of the said Act, rules and regulations.

e) Retirement:

The Director, KMP and Senior Management shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

14) Provisions relating to Remuneration of Managerial Person, KMP and Senior Management

1) General:

- The remuneration / compensation / commission etc. to Managerial Person, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation /commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
- The remuneration and commission to be paid to Managerial Person shall be as per the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.
- Increments to the existing remuneration/compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managerial Person. Increments will be effective from the date of reappointment in respect of Managerial Person and 1st April in respect of other employees of the Company.
- Where any insurance is taken by the Company on behalf of its Managerial Person, KMP and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such

personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

2) Remuneration to Managerial Person, KMP and Senior Management:

1. Fixed pay:

Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force. The break-up of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

2. Minimum Remuneration:

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.

3. Provisions for excess remuneration:

If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

3) Remuneration to Non-Executive / Independent Director:

1. Remuneration / Commission:

The remuneration / commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the rules made there under for the time being in force.

2. Sitting Fees:

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

3. Limit of Remuneration /Commission:

Remuneration /Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the net profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

4. Stock Options:

An Independent Director shall **not** be entitled to any stock option of the Company.

15) Minutes of committee meeting

Proceedings of all meetings must be minuted and signed by the Chairman of the said meeting or the Chairman of the next succeeding meeting. Minutes of the Committee meeting will be tabled at the subsequent Board and Committee meeting.

16) Deviations from this policy

Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case.

The provision of this policy is subject to review by the Board of Directors as and when deemed necessary.

b) Composition, Name of Members and Chairperson

The Composition of the Committee as on 31st March, 2021 was as follows:

| Name of the Member | Category | Position |
|------------------------|---------------------------|----------|
| Mr. Prabhat Gupta | Non-executive Independent | Chairman |
| Mr. Dheeraj Khandelwal | Non-executive Independent | Member |
| Mr. Anil Jain | Non-executive Independent | Member |

The Company Secretary acts as the Secretary to the Nomination and Remuneration Committee.

c) Meeting and Attendance During the Year

During the Financial Year 2020-21, the Nomination and Remuneration Committee members met 4 (Four) times. Requisite quorum was there for all the meetings. Attendance of Committee members at the meetings held during the Financial Year 2020-21 is as follows:

| Name of the Member | Meeting held during the year | Meeting attended during the year |
|------------------------|------------------------------|----------------------------------|
| Mr. Prabhat Gupta | 4 | 4 |
| Mr. Dheeraj Khandelwal | 4 | 4 |
| Mr. Anil Jain | 4 | 4 |

d) Performance Evaluation criteria for Independent Directors

As per the Evaluation criteria for Independent Directors of the Company, the Independent Directors of the Company are evaluated based on criteria such as Integrity and Maintaining Confidentiality, Effective deployment of knowledge and expertise, Interpersonal relationship with other Directors, Acting in good faith and interest of Company as a whole, Assist the company in implementing the good corporate governance practices, Contributes to strategy and relevant aspects impacting company's performance and such other factors as deemed appropriated by the Committee, Protect the interest of all stakeholders and balance the conflicting interest of the stakeholders.

5) STAKEHOLDER'S RELATIONSHIP COMMITTEE

The Company has constituted the Committee to look into various aspects of interest of investors such as transfer or credit of shares, non-receipt of dividend/ notices/annual reports etc. and to approve the share transfer, issue of duplicate share certificates and transmission of equity shares.

a) Composition, Name of members and chairperson

The Committee consists of all Non-Executive Independent Directors. The composition of the Stakeholders' Relationship Committee as on March 31, 2021 is as follows:

| Name of the Member | Category | Position |
|------------------------|---------------------------|----------|
| Mr. Prabhat Gupta | Non-executive Independent | Chairman |
| Mr. Dheeraj Khandelwal | Non-executive Independent | Member |
| Mr. Anil Jain | Non-executive Independent | Member |

b) Name and Designation of Compliance Officer

The Board of Directors has appointed Mr. Manthan Shah, Company Secretary of the Company as Compliance Officer of the Company.

c) Meeting and attendance during the Year:

The meeting held during the Financial Year 2020-21 is as follows:

| Name of the Member | Meeting held during the year | Meeting attended during the year |
|------------------------|------------------------------|----------------------------------|
| Mr. Prabhat Gupta | 4 | 4 |
| Mr. Dheeraj Khandelwal | 4 | 4 |
| Mr. Anil Jain | 4 | 4 |

d) Details of Shareholders' Complaints

Details of shareholders' Compliant during the year is as given below;

| Details of complaints received | Status |
|---|--------|
| No. of investor complaints as on April 01, 2020 | - |
| No. of investor complaints received during the year | - |
| No. of investor complaints resolved during the year | - |
| No. of investor complaints pending as on March 31, 2021 | - |

6) REMUNERATION OF DIRECTORS

a) Details of pecuniary relationship or transaction of Non-Executive Directors with the Company

All the Non-Executive Directors were paid sitting fees for attending the meetings. There were no other pecuniary relationship or transaction between any Non-Executives Director and the Company during the year under review.

b) Criteria of making payments to Non-Executive Directors

The Company has adopted Nomination and Remuneration Policy, which describes the criteria of making payments to Non-Executive Directors. The Policy is available on the website of the Company www.shashijitinfrastructure.com, in the page 'Investor Relations'.

The Non-Executive Directors are paid sitting fees for attending meetings of Board and Sub-Committees, which is duly approved by the Board of Directors of the Company and the present fee payable to the Directors for attending the meetings is within the limits specified in Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. In many occasions they have waived their rights of availing sitting fees for attending meetings of Board and Sub-Committees during the year under review.

c) Details of Remuneration paid to the Directors

The following is the details of remuneration and sitting fee paid to the Directors of the Company during the Financial Year under review:

(Rs. In Lakhs)

| Name | Salary | Retirement Benefits | Perquisites | Commission | Sitting Fees | Total |
|--------------------|--------|---------------------|-------------|------------|--------------|--------|
| Ajit Jain | 35.00 | - | - | - | - | 35.00 |
| Shashi Jain | 6.30 | - | - | - | - | 6.30 |
| Aakruti Jain | 3.50 | - | - | - | - | 3.50 |
| Dheeraj Khandelwal | - | - | - | - | 0.075 | 0.075 |
| Anil Jain | - | - | - | - | 0.075 | 0.075 |
| Prabhat Gupta | - | - | - | - | 0.075 | 0.075 |
| | 44.80 | - | - | - | - | 45.025 |

7) GENERAL BODY MEETINGS

a) Details of Annual General Meeting held during the last three years

| Year | Date and time of AGM | Venue | Special Resolution Passed |
|---------|---|---|---------------------------|
| 2019-20 | Wednesday, 30 th September, 2020 at 01:30 PM | The Annual General Meeting was held through VC /OAVM | No |
| 2018-19 | Monday, 30 th September, 2019 at 11:00 AM | Royal Banquet, Ground Floor, Hotel Royal Shelter, Gunjan Chokdi, N. H. No. 8, Vapi-396191, Gujarat, India | Yes |
| 2017-18 | Saturday, 29 th September, 2018 at 11:00 AM | Royal Banquet, Ground Floor, Hotel Royal Shelter, Gunjan Chokdi, N. H. No. 8, Vapi-396191, Gujarat, India | No |

No Special Resolution was passed through Postal Ballot during financial year 2020-21. Further, no Special Resolution is proposed to be passed through Postal Ballot as on the date of this Report.

b) Details of Special Resolutions passed in the previous three Annual General Meetings:

| Date of Annual General Meeting | Details of Special Resolutions passed if any |
|--|---|
| 12 th Annual General Meeting held on Monday, 30 th September, 2019 at 11:00 AM | 1. To re-appoint Ajit Jain (DIN: 01846992) as Chairman & Managing Director for five (5) years 2. To re-appoint Shashi Jain (DIN: 01847023) as Whole-time Director for five (5) years |

| | |
|--|--|
| | 3. To re-appoint Aakruti Jain (DIN: 02591552) as Whole-Time Director for five (5) years: |
|--|--|

8) MEANS OF COMMUNICATION

a) Quarterly Results

The Company regularly intimates information like quarterly/annual financial results. The financial results are also placed on the website of the Company at www.Shashijitinfraprojects.com and have also been communicated to the stock exchanges in which shares of the Company are listed.

b) Newspaper wherein results are normally published

The financial results are normally published in the Newspaper – Free Press Journal (English) and Daman Ganga Times (Gujarati).

c) Any website, where displayed

The website of the Company, www.shashijitinfraprojects.com contains comprehensive information about the Company, its business, Directors, Sub-Committees of the Board, terms and conditions of appointment of Independent Directors, services offered, branch details, various policies adopted by the Board, contact details for investor grievance redressal, shareholding pattern, quarterly unaudited financial results, audited financial results, annual report, shareholder information.

9) GENERAL SHAREHOLDER INFORMATION

a) Date, time and Venue of the 14th Annual General Meeting:

The ensuing 14th Annual General Meeting of the Company will be convened through Video Conferencing/Other Audio Visual Means (OAVM) on Wednesday, 25th August, 2021 at 01.30 P.M.

b) Financial Year:

The Financial Year of the Company starts from April 1st of a year and ends on March 31st of the following year.

c) Dividend payment date

Not applicable as Company has not declared any dividend.

d) Listing on stock exchange:

Shares of the Company are quoted on the BSE Ltd since October 17, 2016. Listing fees for the Financial Year 2021-22 have been paid to the Stock Exchange. Address of the Stock Exchange is BSE Limited, Phiroze Jeejeebhoy Towers, Dalal street, Mumbai-400001.

e) Details of Stock code

Stock Code : 540147
 ISIN : INE700V01013

f) Market price data during the Financial Year 2020-21

| Month & Year | Shashijit Infraprojects Limited (BSE) | | BSE SENSEX | |
|-----------------|--|----------|------------|-----------|
| | High (Rs) | Low (Rs) | High | Low |
| April, 2020 | 35.5 | 35.5 | 33887.25 | 27,500.79 |
| May, 2020 | 33.95 | 21.3 | 32845.48 | 29,968.45 |
| June, 2020 | 25.5 | 18 | 35706.55 | 32,348.10 |
| July, 2020 | 24.45 | 17 | 38617.03 | 34,927.20 |
| August, 2020 | 30.95 | 19.5 | 40010.17 | 36,911.23 |
| September, 2020 | 31.25 | 21.35 | 39359.51 | 36,495.98 |
| October, 2020 | 30.9 | 24.15 | 41048.05 | 38,410.20 |
| November, 2020 | 31.95 | 23.5 | 44825.37 | 39,334.92 |
| December, 2020 | 28.8 | 21.75 | 47896.97 | 44,118.10 |
| January, 2021 | 26.6 | 22.85 | 50184.01 | 46,160.46 |
| February, 2021 | 27.85 | 23.85 | 52516.76 | 46,433.65 |
| March, 2021 | 31.65 | 25.45 | 51821.84 | 48,236.35 |

Note: The high and low prices of Company's share is compiled from www.bseindia.com.

g) Trading of the Company's shares were not suspended during the Financial Year under review.

h) Registrar and Transfer Agent

Bigshare Services Private Limited, 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis Apartments
(Next to Keys Hotel), Marol Maroshi Road, Andheri East, Mumbai-400059, Maharashtra

Contact No. : 022-62638200

E-Mail : investor@bigshareonline.com

i) Share transfer system

During the year under review, equity of Shares of the Company are in demat form. Hence Our Company does not need to follow the SEBI Press Release No. 12/2019 dated March 27, 2019, effective from April 1, 2019 for discontinuing the transfer of shares in physical mode.

j) Distribution of shareholdings as on 31st March, 2021

| No. of Equity Shares held | No. of Shareholders | % of Shareholders | Number of Shares | % of Shareholding |
|------------------------------|------------------------|----------------------|---------------------|----------------------|
| 01-5000 | 112 | 54.90% | 1,14,235 | 1.10% |
| 5000-10000 | 29 | 14.22% | 2,60,609 | 2.52% |
| 10000 and above | 63 | 30.88% | 99,69,156 | 96.38% |
| TOTAL | 204 | 100.00% | 1,03,44,000 | 100.00% |

Shareholding pattern as on 31st March, 2021:

| Category | No. of Shares held | % of Shareholding |
|---------------------|-----------------------|----------------------|
| 1. Promoters | 74,73,263 | 72.25% |

| | | |
|------------------------------------|--------------------|---------------|
| 2. Mutual Funds | 0 | 0.00% |
| 3. Banks, FIs, Insurance Companies | 0 | 0.00% |
| 4. Private Bodies Corporate | 10 | 0.00009% |
| 5. Market Maker | 0 | 0.00% |
| 6. Clearing Members | 1,24,604 | 1.20% |
| 7. Non-Resident Indians | 0 | 0.00% |
| 8. Indian Public | 27,14,051 | 26.24% |
| 9. HUF | 32,072 | 0.31% |
| TOTAL | 1,03,44,000 | 100.00 |

k) Dematerialization of Shares and Liquidity

As on March 31, 2021, all Equity Shares of the Company are held in dematerialized form. The breakup of the equity shares held in dematerialized and physical form as on March 31, 2021 are as follows:

| Particulars | No. Of shares | Total (In %) |
|--------------|--------------------|---------------|
| NSDL | 87,39,038 | 84.48% |
| CDSL | 16,04,962 | 15.52% |
| PHYSICAL | NIL | NIL |
| TOTAL | 1,03,44,000 | 100.00 |

l) Address for investor correspondence is as follows:

The Company Secretary
 Shashijit Infraprojects Limited
 Plot No. 209, Shop No. 23,
 2nd Floor, Girnar Khushboo Plaza,
 GIDC, Vapi-396195, Gujarat, India.
 Contact No. 0260-2432963
 E-Mail: investors@shashijitinfraprojects.com / cs@shashijitinfraprojects.com

m) Plant location of the Company

Shashijit Infraprojects Limited
 Plot No. 209, Shop No. 23,
 2nd Floor, Girnar Khushboo Plaza,
 GIDC, Vapi-396195, Gujarat, India.
 Contact No. 0260-2432963

10) OTHER DISCLOSURES:

a) Disclosure of material related party transactions that may have potential conflict with the interest of entity at large & web link for policy on dealing with related party transactions

During the year under review, no material related party transactions which had any potential conflict with the interest of entity at large was entered. The Board of Directors of the Company, as per the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has formulated a Policy on Material Related Party Transactions. The

said policy is available on the website of the Company www.shashijitinfraprojects.com in the page 'Investor Relations'.

The related party transactions entered during the year under review are in the ordinary course of business and on arms' length basis. Further, a statement on all related party transactions is presented before the Audit Committee of the Company on quarterly basis for its review.

Also, refer Note No. 31 of the Standalone financial statements as at March 31, 2021 which forms part of this Annual Report for details of related party transactions.

b) Details of Non-Compliance by the Company, Penalties, Strictures imposed on the Company by Stock Exchange or the Board or any statutory authority, on any matter related to capital markets during the last three years

Company has paid penalty of Rs. 11,800 (Inclusive of Tax) as non-compliance of Regulations 44(3) of SEBI (Listing and Disclosure Requirements), Regulation, 2015 due to delay in submission of Voting Results of the Postal Ballot in the FY 19-20. There being no such other instances where Company has to pay any penalty for non-compliance related to Capital markets during the last three years.

c) Details of establishment of Vigil Mechanism and Whistle Blower Policy

The Company has established a Vigil Mechanism/ Whistle Blower Policy for Directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Vigil Mechanism provides for adequate safeguard against victimization of Directors/employees who blows the whistle and to provide direct access to the Chairman of the Audit Committee in exceptional cases. No employee is denied the opportunity to meet the Chairman of the Audit Committee. The Company has also made Policy on Code of Conduct to regulate, monitor and report of trading by Designated Person and immediate relatives of Designated Persons.

The said policies are available on the website of the Company www.shashijitinfraprojects.com in the page 'Investor Relations'.

d) Web link where policy on dealing with related party transactions

Available on the website of the Company, www.shashijitinfraprojects.com in the page 'Investor Relations'.

e) Certificate from Company Secretary in practice

The Company has obtained a certificate from Mr. Nitesh P. Shah, Company Secretaries (M. No. 35681), Ahmedabad, in compliance with the provisions of Regulation 34(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule V Para C clause (10)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, confirming that none of the Directors of the Company are debarred or disqualified from being appointed or continuing as a Director of any company, by SEBI or Ministry of Corporate Affairs or any other Statutory Authority as on March 31, 2021. Certificate obtained from the Practising Company Secretary, forms part of this Report as "Annexure-VII".

- f) **Where the Board had not accepted any recommendation of any Committee of the Board which is mandatorily required, in the relevant Financial Year, the same to be disclosed along with reasons**
 During the year under review, the Board has accepted all the recommendation of all the Committees of the Board.

g) **Total fees paid to Statutory Auditors**

M/s. NPV & Associates, Chartered Accountants, Mumbai, were appointed as Statutory Auditors of the Company from the conclusion of 10th Annual General Meeting until the conclusion of 15th Annual General Meeting of the Company to be held in the financial year 2022. The Company has paid or provided an amount of 25,000/- to the Auditors for carrying out the audit for the Financial Year 2020-21. The above amount is exclusive of Goods and Services Tax and reimbursement of out-of-pocket expenses.

h) **Disclosures Under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013**

The Company has in place a policy on prevention of sexual harassment at workplace. The policy aims at prevention of harassment of employees and lays down the guidelines for identification, reporting and prevention of sexual harassment. There is an Internal Complaints Committee (ICC) which is responsible for redressal of complaints related to sexual harassment as per the guidelines provided in the policy. All women employees (permanent, temporary, contractual and trainees) are covered under this policy. The policy has been circulated amongst the employees of the Company and the same is exhibited on the notice board of all the business locations/divisions of the Company. During the year under review, the Company has not received any complaint.

The details of complaints received and resolved during the year are as follows:

| | | |
|----|---|----|
| 1. | No. of complaints received during the Financial Year | -- |
| 2. | No. of complaints disposed of during the Financial Year | -- |
| 3. | No. of complaints pending at end of Financial Year | -- |

- i) The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and in conformity, in all material respects, with the generally accepted accounting principles and Indian Accounting standards. The estimates/judgments made in preparation of these financial statement are consistent, reasonable and on prudent basis so as to reflect true and fair view of the state of affairs and results/operations of the Company.

11) DETAILS OF ADOPTION OF DISCRETIONARY REQUIREMENTS SPECIFIED IN PART E OF SCHEDULE II TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

- a) The Company is complying with all mandatory requirements of SEBI (Listing and Disclosure Requirements), Regulation, 2015.
- b) The listed entity follows the regime of financial statements with unmodified audit opinion.
- c) The Independent firm of the Internal Auditors of the Company is directly reporting to the Audit Committee of the Board.

12) DISCLOSURE ON COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS

The Company has complied with all the requirements of Corporate Governance mentioned in the Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, wherever applicable.

13) CEO/CFO DECLARATION

Pursuant to Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Ajit Jain, Managing Director and Mr. Ishwar Patil, Chief Financial Officer has given CEO/CFO Certificate as per the format specified in part B to the Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

14) DECLARATION OF CODE OF CONDUCT

In compliance with the provisions of Schedule V(D) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby affirmed that all the board members and senior management personnel have affirmed compliance with the code applicable to them during the year ended 31st March 2021.

For and on behalf of the Board of Directors
Shashijit Infraprojects Limited
 Sd/-
(Ajit Jain)

Chairman & Managing Director
DIN: 01846992

Place: Vapi

Dated: 25th July, 2021

“Annexure-V”

CEO/CFO CERTIFICATION TO THE BOARD

[Pursuant to Regulation 17(8) of SEBI
 (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Board of Directors,
Shashijit Infraprojects Limited
 Plot No. 209, Shop No. 23,
 2nd Floor, Girnar Khushboo Plaza,
 GIDC, Vapi-396195

We, Ajit D. Jain, Chairman & Managing Director and Ishwar Patil, Chief Financial Officer of Shashijit Infraprojects Limited, hereby certify that:

- A.** We have reviewed the financial statements and the cash flow statement for the quarter and year ended March 31, 2021 and that to the best of our knowledge and belief:
 - 1.** These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - 2.** These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- B.** There are, to the best of our knowledge and belief, no transactions entered into by the Company during the period under review which are fraudulent, illegal and violative of the Company's code of conduct.
- C.** We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operations 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.
- D.** We have indicated to the Auditors and the Audit Committee:
 - 1.** That there are no significant changes in internal control over financial reporting during the period under review;
 - 2.** That there are no significant changes in accounting policies during the period under review and the same has been disclosed in the notes to financial statements; and
 - 3.** That we are not aware of any instances of significant fraud with involvement therein of the management or an employee having a significant role in the company's internal control system over financial reporting.

For Shashijit Infraprojects Limited

Date: 30th June, 2021
 Place: Vapi

Sd/-
Ajit D. Jain
Chairman & Managing Director

Sd/-
Ishwar Patil
Chief Financial Officer

“Annexure-VI”

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

[Pursuant to Regulation 34(3) read with Schedule V Para E of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
 The Members,
SHASHIJIT INFRAPROJECTS LIMITED

I have conducted verification & examination relevant records of **SHASHIJIT INFRAPROJECTS LIMITED** ('the Company'), for the purpose of issuing this certificate for compliance of conditions of Corporate Governance for the financial year ended March 31, 2021, as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Management. My examinations have been limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, and the representations made by the Directors and the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Date : 23rd July, 2021
 Place : Ahmedabad

Signature : Sd/-

Nitesh P. Shah

Company Secretary

ACS No : A35681

C P No. : 13222

PR : 746/2020

UDIN : A035681C000679643

“Annexure-VII”

CERTIFICATE

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2021

[Pursuant to Regulation 34(3) read with Schedule V Para C clause (10)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
 The Members,
SHASHIJIT INFRAPROJECTS LIMITED

I have examined the relevant disclosures provided by the Directors (as enlisted in Table A) to **SHASHIJIT INFRAPROJECTS LIMITED** having **CIN: L45201GJ2007PLC052114** and having registered office at **PLOT NO: 209, SHOP NO: 23, 2ND FLOOR, GIRNAR KHUSHBOO PLAZA, GIDC, VAPI-396195** (hereinafter referred to as ‘the Company’) for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and based on the disclosures of the Directors, I hereby certify that none of the Directors on the Board of the Company (as enlisted in Table A) have been debarred or disqualified from being appointed or continuing as Directors of the companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority for the period ended as on March 31, 2021.

TABLE A

| Sr No | Name of the Directors | Director Identification Number | Date of Appointment in the Company (DD/MM/YYYY) |
|-------|-----------------------------|--------------------------------|---|
| 1. | AJITBHAI DIPCHANDBHAI JAIN | 01846992 | 05/11/2007 |
| 2. | SHASHI AJIT JAIN | 01847023 | 05/11/2007 |
| 3. | AAKRUTI AJITKUMAR JAIN | 02591552 | 01/07/2009 |
| 4. | DHEERAJ MOHANLAL KHANDELWAL | 07595594 | 27/08/2016 |
| 5. | PRABHAT GUPTA | 07595615 | 27/08/2016 |
| 6. | ANIL KUMAR JAIN | 07597536 | 27/08/2016 |

Date : 23rd July, 2021
 Place : Ahmedabad

Signature : Sd/-
 Nitesh P. Shah
 Company Secretary
 ACS No : A35681
 C P No. : 13222
 PR : 746/2020
 UDIN : A035681C000678345

INDEPENDENT AUDITOR'S REPORT

To the Members of Shashijit Infraprojects Limited

Report on the Standalone IND AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of **Shashijit Infraprojects Limited** ("the Company") which comprise of the Balance Sheet as at **31st March, 2021**, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and, and a summary of significant accounting policies and other explanatory information (herein after 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 accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") of the state of affairs of the Company as at 31st March, 2021, and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards of Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. 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 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 there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion

Key Audit Matters

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

| Key Audit Matter | Auditor's Response |
|---|--|
| Revenue recognition, presentation and disclosures in view of Accounting Standard 7- "Construction Contracts": The application of Accounting Standard-7 involves certain key judgments relating to the recognition | Procedures performed by the Principal Auditor: We assessed the Company's process/controls/methods for contract revenue |

of revenue and expenses by reference to percentage of completion method such as verifying whether the contract revenue is measured reliably, is it probable that the economic benefits associated with the contract will flow to the enterprise, the contract costs and the stage of contract completion can be measured reliably and the contract costs attributable to the contract can be clearly identified.

Management has relied upon the internal data provided by the respective Sites Project Managers for data relating to project i.e. Construction completed and as well recognized revenue and work in progress based upon data provided by Projects Managers.

recognized in the period under consideration, the method used to determine it and the method used to determine the stage of completion of contracts in progress.

Besides obtaining an understanding of Management's processes and controls with regards to the above mentioned aspects, our procedure included the following:

- a) We evaluated the design of Internal Controls relating to implementation of the Accounting standard-7.
- b) Tested the relevant information/ methods/procedure conveyed internally to the management relating to the work completed of contracts which are certified by Project Managers (Engineers).
- c) We have also analyzed the data provided by the Project Managers with the data certified by customers subsequently.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements, that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards(Ind AS) prescribed under Section 133 of the Act, as applicable. 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 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 also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone 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 financial statements.

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

1. Identify and assess the risk of material misstatement of the financial statement, whether due to fraud or error, design and perform audit procedure 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 omission, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedure that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, 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.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosure made by management.
4. 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 audit report to the related disclosures in the financial statements or, if such disclosure are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statement, including the disclosure, and whether the financial statements represent the underlying transactions and events in the manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, planned scope and timing of the audit and significant audit findings, including any significant deficiency in the 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 auditors' 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, 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 purpose 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), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, as applicable.
- e. On the basis of the written representations received from the directors as on 31st March, 2021 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". 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, in our opinion and to the best of our information and according to the explanations given to us:
 - i. In our opinion the Company has disclosed the impact of pending litigation on its financial statements – Refer Note No. 29 to 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 Investors Education and Protection Fund by the Company.

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

For NPV & ASSOCIATES
Chartered Accountants
FRN No.129408W

Sd/-

Milan Chitalia

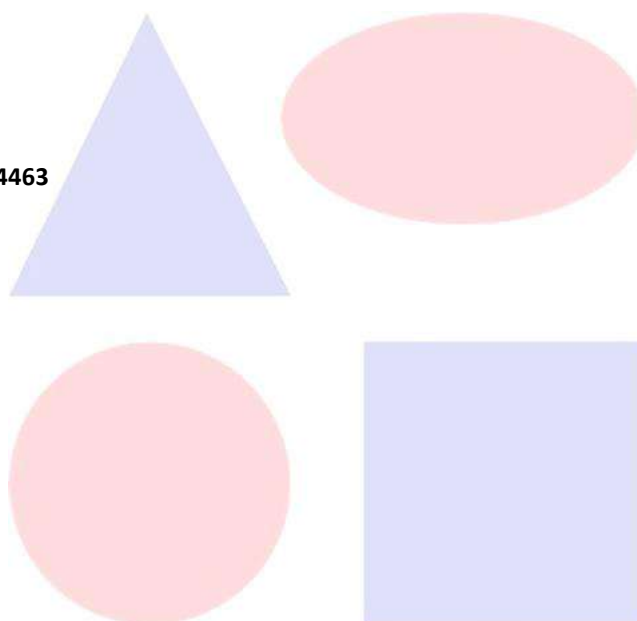
Partner

M. NO: 112275

PLACE: Mumbai

DATE: 30/06/2021

UDIN: 21112275AAAADB4463



ANNEXURE A

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 9 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- i) (a) The company has maintained proper records showing full particulars, including Quantitative details and situation of Fixed Assets.
 - (b) It is explained to us that the fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) With respect to immovable properties of acquired land and buildings that are freehold, according to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date.
- ii) (a) Physical verification of inventory has been conducted at reasonable intervals by the management;
 - (b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - (c) The company is maintaining proper records of inventory. As per information and explanation given to us no material discrepancies were noticed on physical verification.
- iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained U/s. 189 of the Companies Act, 2013. Hence, the provisions of clause 3(iii) of the Order are not applicable.
- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and Section 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v) According to the information and explanations given to us, the Company has not accepted any deposit during the year and accordingly the question of complying with Sections 73 and 76 of the Companies Act, 2013 does not arise.

vi) As per information and explanation given by management, maintenance of cost records has not been specified by the Central Government under clause (d) of sub section (1) of section 148 of the Companies Act.

vii) In respect of statutory dues, according to the information and explanations given to us:

a) On the basis of our examination of the records of the Company, amount deducted / collected/ accrued in the books of accounts in respect of undisputed statutory dues including Provided Fund, Employees' state insurance, Income Tax, Sales Tax, Value Added Tax, Service Tax, Excise Duty, Wealth Tax, Custom duty, Goods and Service Tax etc. are regularly deposited by the company with the appropriate authorities.

b) Details of dues of Tax which have not been deposited on 31st March, 2021 on account of disputes are as follows:

| Name of the Statute | Nature of the dues | Amount (in Rs.) | Period to which the amount relates | Forum where dispute is pending |
|----------------------|------------------------|-----------------|------------------------------------|--------------------------------|
| Income Tax Act, 1961 | Tax including interest | *11,13,145/- | A.Y. 2018-19 | Income Tax Appellate Tribunal |

**The Company has not deposited the tax since the company has filed an appeal at Tribunal level against the original order of section 143(3) of the Income Tax Act, 1961 on the basis of which the assessment was conducted.*

viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions and banks.

ix) In our opinion and according to the information and explanation given to us, the Company has utilized the monies raised by way of Initial Public Offering and the term loans for the purpose for which they were raised.

x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

xi) In our opinion and according to the information and explanations given to us, the Company has paid/provided for managerial remuneration in accordance with the provision of Section 197 read with Schedule V to the Companies Act, 2013.

xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

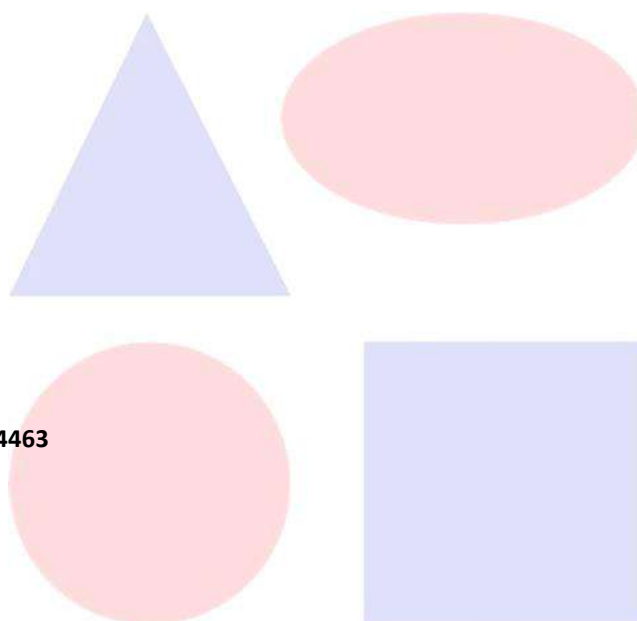
xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, for all

transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

- xiv) According to the information and explanations given to us the Company has not made any preferential allotment or private placement of shares during the year and hence reporting under this clause of the Order is not applicable.
- xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or person connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.
- xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For NPV & ASSOCIATES
Chartered Accountants
FRN No.129408W

Sd/-
Milan Chitalia
Partner
M. NO: 112275
PLACE: Mumbai
DATE: 30/06/2021
UDIN: 21112275AAAADB4463



ANNEXURE B

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 9 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 Shashijit Infraprojects Ltd ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our

audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For NPV & ASSOCIATES

Chartered Accountants

FRN No.129408W

Sd/-

Milan Chitalia

Partner

M. NO: 112275

PLACE: Mumbai

DATE: 30/06/2021

UDIN: 21112275AAAADB4463

Balance Sheet

As at March 31, 2021

| Particulars | | SCH | As at 31st March, 2021 | As at 31st March, 2020 | As at 01st April, 2019 |
|-------------------------------|---|-----|------------------------|------------------------|------------------------|
| ASSETS | | | | | |
| 1 | Non-current assets | | | | |
| | (a) Property, plant and equipment | 2A | 46,042,486 | 47,228,806 | 35,693,423 |
| | (b) Capital work-in-progress | 2B | 14,135,944 | 10,451,930 | 0 |
| | (c) Other intangible assets | | - | | |
| | (d) Financial assets | | | | |
| | (i) Investments | | - | | |
| | (ii) Other financial assets | 3 | 806,000 | 806,000 | 806,000 |
| | (e) Deferred tax assets (net) | 4 | 4,251,297 | 3,960,759 | 1,921,882 |
| | (f) Other non-current assets | 5 | 12,617,949 | 10,249,159 | 14,470,522 |
| | Sub-total - Non-Current Assets | | 77,853,676 | 72,696,654 | 52,891,827 |
| 2 | Current assets | | | | |
| | (a) Inventories | 6 | 71,123,672 | 83,542,923 | 58,552,477 |
| | (b) Financial assets | | | | |
| | (i) Investments | 7 | 65,372 | 65,372 | 65,372 |
| | (ii) Trade receivables | 8 | 65,230,760 | 75,511,055 | 99,324,410 |
| | (iii) Cash and cash equivalents | 9 | 575,862 | 6,135,911 | 2,123,378 |
| | (iv) Bank balances other than Cash and Cash equivalents above | 10 | 9,242,590 | 8,747,894 | 6,311,385 |
| | (v) Other financial assets | 11 | 20,575,638 | 13,275,817 | 7,004,072 |
| | (c) Other current assets | 12 | 41,220,114 | 27,197,298 | 29,549,112 |
| | (d) Assets classified as held for sale | 13 | 689,644 | 689,644 | 689,644 |
| | Sub-total - Current Assets | | 208,723,652 | 215,165,914 | 203,619,849 |
| | TOTAL – ASSETS | | 286,577,328 | 287,862,568 | 256,511,675 |
| EQUITY AND LIABILITIES | | | | | |
| I | Equity | | | | |
| | (a) Equity Share capital | 14 | 103,440,000 | 103,440,000 | 103,440,000 |
| | (b) Other equity | 15 | 8,108,179 | 9,333,876 | 16,016,924 |
| | Sub-total - Shareholders' funds | | 111,548,179 | 112,773,876 | 119,456,924 |
| II | Liabilities | | | | |
| | 1. Non-current liabilities | | | | |
| | (a) Financial liabilities | | | | |
| | (I) Loans | 16 | 19,529,621 | 13,538,467.31 | 2,335,976.00 |
| | (II) Other financial liabilities | | | | |
| | (b) Provisions | 17 | 767,306.00 | 1,058,575.00 | 757,971.00 |
| | (c) Income tax liabilities (net) | | | | |
| | (d) Other non-current liabilities | | | | |
| | Sub-total - Non-current liabilities | | 20,296,926.56 | 14,597,042.31 | 3,093,947.00 |
| | 2. Current liabilities | | | | |
| | (a) Financial liabilities | | | | |
| | (i) Borrowing | 18 | 53,814,876 | 44,307,698 | 43,981,538 |

| | | | | | |
|--|---|----|--------------------|--------------------|--------------------|
| | (ii) Trade payables | 19 | | | |
| | (I) Total Outstanding dues to Micro, Small and Medium Enterprises | | 413,286 | 1,412,578 | 1,091,909 |
| | (II) Total Outstanding dues Other Than to Micro, Small and Medium Enterprises | | 82,471,125 | 100,917,915 | 77,696,996 |
| | (b) Other current liabilities | 20 | 17,870,655 | 13,553,289 | 9,674,925 |
| | (c) Provisions | 21 | 162,281 | 300,170 | 1,515,437 |
| | (d) Current tax liabilities (net) | | - | - | - |
| | Sub-total - Current liabilities | | 154,732,223 | 160,491,649 | 133,960,804 |
| | TOTAL - EQUITY AND LIABILITIES | | 286,577,328 | 287,862,568 | 256,511,675 |

Notes referred to above form an integral part of these financial statements

As per our report of even date attached.

For NPV & ASSOCIATES
Chartered Accountants
FRN. 129408W

For and on behalf of the Board,
Shashijit Infraprojects Ltd.

Sd/-
AJIT D. JAIN
(Managing Director)
DIN NO.: 01846992

Sd/-
SHASHI AJIT JAIN
(Whole time Director)
DIN NO.: 01847023

Sd/-
Milan Chitalia
PARTNER
M. NO: 112275
UDIN: 21112275AAAADB4463
PLACE : Mumbai
DATE : 30/06/2021

Sd/-
ISHWAR M .PATIL
(Chief Financial Officer)
PLACE : Vapi
DATE : 30/06/2021

Sd/-
MANTHAN D. SHAH
(Company Secretary)
PLACE : Vapi
DATE : 30/06/2021

Statement of Profit and Loss

For the year ended March 31, 2021

| S.No. | Particulars | | As at 31st March, 2021 | As at 31st March, 2020 |
|-----------|--|-----------|------------------------|------------------------|
| 1 | Revenue | | | |
| | a) Revenue from operation | 22 | 168,172,519 | 286,757,775 |
| | b) Other income | 23 | 2,624,696 | 641,773 |
| | Total Revenue (a+b) | | 170,797,215 | 287,399,548 |
| 2 | Expenses | | | |
| | a) Cost of material consumed | 24 | 90,076,849 | 153,534,023 |
| | b) Employee benefits expenses | 25 | 19,766,302 | 32,160,489 |
| | c) Finance costs | 26 | 6,245,812 | 4,896,761 |
| | d) Depreciation and amortization expenses | 2A | 8,674,521 | 8,443,737 |
| | e) Other expenses | 27 | 47,793,978 | 96,523,697 |
| | Total Expenses | | 172,557,462 | 295,558,707 |
| 3 | Profit/(Loss) from ordinary activities before Exception Item and tax (1-2) | | (1,760,246) | (8,159,159) |
| 4 | Exceptional Items | | - | - |
| 5 | Profit/(Loss) before tax (3-4) | | (1,760,246) | (8,159,159) |
| 6 | Total Tax expense: | | | |
| | Current tax | | - | - |
| | Deferred tax credit | | 290,538 | 2,054,675 |
| 7 | Net Profit/(Loss) from the period (5-6) | | (1,469,708) | (6,104,484) |
| 8 | Other comprehensive income | | | |
| | Items that will not be reclassified to profit or loss | | - | - |
| | Re-measurement of defined benefit scheme (net off tax) | | 244,025 | 44,962 |
| 9 | Total other comprehensive income | | 244,025 | 44,962 |
| 10 | Total comprehensive income (7+9) | | (1,225,683) | (6,059,522) |
| 11 | Paid up equity share capital (Face value of Rs. 10/- each) | | 103,440,000 | 103,440,000 |
| 12 | Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year | | 9,333,876.15 | 16,016,924.26 |
| 13 | Earnings per equity share (EPS) | | | |
| | (i) Basic | 28 | (0.12) | (0.59) |
| | (ii) Diluted | 28 | (0.12) | (0.59) |

As per our report of even date attached.
 For NPV & ASSOCIATES

For and on behalf of the Board,
 Shashijit Infraprojects Ltd.

Chartered Accountants
FRN. 129408W

Sd/-
Milan Chitalia
PARTNER
M. NO: 112275
UDIN: 21112275AAAADB4463
PLACE : Mumbai
DATE : 30/06/2021

Sd/-
AJIT D. JAIN
(Managing Director)
DIN NO.: 01846992

Sd/-
ISHWAR M .PATIL
(Chief Financial Officer)

PLACE : Vapi
DATE : 30/06/2021

Sd/-
SHASHI AJIT JAIN
(Whole time Director)
DIN NO.: 01847023

Sd/-
MANTHAN D. SHAH
(Company Secretary)

PLACE : Vapi
DATE : 30/06/2021

Cash Flow Statement

For the year ended March 31, 2021

| S. No. | Particulars | As at 31st March, 2021 | As at 31st March, 2020 |
|----------|---|------------------------|------------------------|
| A | CASH FLOW FROM OPERATING ACTIVITIES | | |
| | Net profit before Tax as per Statement of Profit & Loss | (1,760,246) | (8,114,885) |
| | Adjustment For : | | |
| | Depreciation | 8,674,521 | 8,443,737 |
| | Finance costs | 6,245,812 | 4,923,547 |
| | Interest Income | (1,214,203) | (519,912) |
| | Dividend Income | - | (4,375) |
| | Rent Received | - | (45,763) |
| | Profit on sale of Car | (880,854) | - |
| | Sundry balance written back | (903) | (69,603) |
| | Provision for Gratuity and other long Term Provision | (28,603) | 316,235 |
| | Operating profit before working capital changes | 11,035,523 | 4,928,981 |
| | Adjustment for: | | |
| | (Increase) / Decrease in Trade Receivable | 10,280,295 | 23,803,055 |
| | (Increase) / Decrease in Inventories | 12,419,251 | (24,990,446) |
| | (Increase) / Decrease in Other current assets | (14,022,816) | 2,351,814 |
| | (Increase) / Decrease in Other non- current Assets | (494,696) | (2,436,509) |
| | (Increase) / Decrease in Trade payables | (19,790,323) | 25,001,449 |
| | (Increase) / Decrease in Other current liabilities | 4,662,496 | 3,006,350 |
| | (Increase) / Decrease in short term provision | (137,889) | (1,215,267) |
| | (Increase) / Decrease in Other long term provision | (18,641) | (15,631) |
| | | (7,102,323) | 25,504,815 |
| | CASH GENERATED FROM OPERATIONS | 3,933,200 | 30,433,795 |
| | Income Tax | - | - |
| | Direct Taxes Paid (Refund) [Net] | 5,657,985 | (6,134,873) |
| | Net Cash from Operating Activities | 9,591,185 | 24,298,922 |
| B | CASH FLOW FROM INVESTMENT ACTIVITIES | | |
| | Purchase of Tangible & Intangible Assets | (12,191,780) | (30,431,050) |
| | Interest income | 1,214,203 | 1,654 |
| | Dividend income | - | 4,375 |
| | Rent Received | - | 45,763 |
| | Short Term Loans & Advances | (7,317,699) | (6,271,745) |
| | Long Term Loans & Advances | (8,008,897) | 10,383,022 |
| | Purchase of Investments | - | - |

| | | | |
|----------|---|---------------------|---------------------|
| | Proceeds on FD Maturity | - | - |
| | Sale of Car | 1,900,420 | |
| | Net Cash used in Investing Activities | (24,403,754) | (26,267,981) |
| | | | |
| C | CASH FLOW FROM FINANCING ACTIVITIES | | |
| | Proceeds from Short Term Borrowing | 14,468,742 | 326,160 |
| | Finance costs | (6,245,812) | (4,923,547) |
| | Repayment of Borrowings | 1,029,590 | 11,202,491 |
| | Proposed Dividend | - | (517,200) |
| | Tax on Dividend | - | (106,312) |
| | Net Cash used in Financing Activities | 9,252,520 | 5,981,592 |
| | | | |
| | NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C) | (5,560,049) | 4,012,534 |
| | CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR | 6,135,911 | 2,123,378 |
| | CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR (Refer Note No.17) | 575,862 | 6,135,911 |
| | | (5,560,049) | 4,012,533 |

The cash flow statement has been prepared as per indirect method

As per our report of even date attached.
For NPV & ASSOCIATES
Chartered Accountants
FRN. 129408W

For and on behalf of the Board,
ShashijitInfraprojects Ltd.

Sd/-
AJIT D. JAIN
 (Managing Director)
 DIN NO.: 01846992

Sd/-
SHASHI AJIT JAIN
 (Whole time Director)
 DIN NO.: 01847023

Sd/-
Milan Chitalia
PARTNER
M. NO: 112275
UDIN: 21112275AAAADB4463
PLACE : Mumbai
DATE : 30/06/2021

Sd/-
ISHWAR M .PATIL
 (Chief Financial Officer)
PLACE : Vapi
DATE : 30/06/2021

Sd/-
MANTHAN D. SHAH
 (Company Secretary)
PLACE : Vapi
DATE : 30/06/2021

Statement of changes in Equity

As at March 31, 2021

➤ Share Capital

(In Rs.)

| | Particulars | 31-03-2021 | 31-03-2020 | 01-04-2019 |
|--|---|---------------------------|---------------------------|---------------------------|
| 1. Authorized Shares: | | | | |
| | 125,00,000 Equity Shares of Rs. 10/- each | 125,000,000 | 125,000,000 | 125,000,000 |
| | | 125,000,000 | 125,000,000 | 125,000,000 |
| 2. Issued, Subscribed and Fully Paid up Shares: | | | | |
| | 1,03,44,000 Equity Shares of Rs. 10/- each fully paid Up | 103,440,000 | 103,440,000 | 86,200,000 |
| | Out of Which | - | - | 17,240,000 |
| | a) 62,92,000 Equity Shares of Rs. 10 each has been issued during the year 2016-17 as fully paid-up bonus shares by capitalization of Free Reserves | | | |
| | b) 17,24,000 Equity Shares of Rs. 10 each has been issued during the year 2018-19 as fully paid-up bonus shares by capitalization of Free Reserves and security premium | | | |
| 3. Subscribed & Not Fully Paid Up Capital | | - | - | - |
| | TOTAL | 103,440,000 | 103,440,000 | 103,440,000 |
| 4. Reconciliation of the Number of Shares | | | | |
| | Balance as at the beginning of the year | - | - | 17,240,000 |
| | Add: Shares Issued during the year 2018-19 by way of Bonus Shares (Ref Note 2.4 below). | - | - | - |
| | Balance as at the end of the year | 103,440,000 | 103,440,000 | 103,440,000 |
| 5. Details of shares held by each shareholder holding more than 5% shares | | | | |
| | Name of the Shareholder | No. of shares held | No. of shares held | No. of shares held |
| | Ajit D. Jain | 4,995,019 | 4,995,019 | 4,995,019 |
| | Shashi A. Jain | 2,178,000 | 2,178,000 | 2,178,000 |

Rights and preferences attached to Equity Shares :

- The Company has one class of equity shares having a par value of Rs. 10/- each. Each share-holder is eligible for one vote per share held.
- In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the company after distributing of preferential amounts, in Proportions to their shareholding.

Aggregate number of bonus shares issued, shares issued for consideration other than cash (during 5 years preceding March 31, 2021)

| EQUITY SHARES | 2019-20 | 2018-19 | 2017-18 | 2016-17 & 2015-16 |
|-------------------------------------|---------|-----------|---------|-------------------|
| Allotted as fully paid Bonus Shares | | 1,724,000 | | 6,240,000 |

➤ **Other Equity**

| Particulars | 31-03-2021 Amount (Rs.) | 31-03-2020 Amount (Rs.) | 01-04-2019 Amount (Rs.) |
|--|----------------------------|----------------------------|----------------------------|
| (a) General Reserve | | | |
| Balance as at the beginning of the year | - | - | 5,354,376 |
| Add: Transfer from P & L a/c. | - | - | - |
| Less: Issue of Bonus Shares in ratio of 1:5 | - | - | 5,354,376 |
| Balance as at the end of the year | - | - | 0 |
| (b) Surplus balance in Statement of Profit & Loss | | | |
| Balance as at the beginning of the year | 9,333,876 | 16,016,924 | 21,214,479 |
| Add: Profit/(Loss) during the year as per Statement of Profit & Loss | -1,225,683 | -6,059,522 | 1,926,851 |
| Less: Issue of Bonus Shares in ratio of 1:5 | | | 5,049,984 |
| Less: Adjustment/write off relating to fixed assets | - | - | |
| <u>Less: Appropriation</u> | | | |
| Dividend | - | 517,200 | 1,724,000 |
| Dividend Distribution Tax on Dividend | - | 106,312 | 354,373 |
| Interest on unpaid dividend | 14 | 14 | 0 |
| Balance as at the end of the year | 8,108,179 | 9,333,876 | 16,012,973 |
| c) Securities Premium | | | |
| Balance as at the beginning of the year | - | - | 6,835,640 |
| Less: Issue of Bonus Shares in ratio of 1:5 | | | 6,835,640 |
| Balance as at the end of the year | - | - | - |
| TOTAL | 8,108,179 | 9,333,876 | 16,012,973 |

As per our report of even date attached.
For NPV & ASSOCIATES
Chartered Accountants
FRN. 129408W

Sd/-
Milan Chitalia
PARTNER
M. NO: 112275
UDIN: 21112275AAAADB4463
PLACE : Mumbai
DATE : 30/06/2021

For and on behalf of the Board,
ShashijitInfraprojects Ltd.

Sd/-
AJIT D. JAIN
(Managing Director)
DIN NO.: 01846992

Sd/-
ISHWAR M .PATIL
(Chief Financial Officer)
PLACE : Vapi
DATE : 30/06/2021

Sd/-
SHASHI AJIT JAIN
(Whole time Director)
DIN NO.: 01847023

Sd/-
MANTHAN D. SHAH
(Company Secretary)
PLACE : Vapi
DATE : 30/06/2021

Notes forming part of the Financial Statements

Corporate information/General Information:

SHASHIJIT INFRAPROJECTS LIMITED is Listed Public Limited Company incorporated as private limited Company on Nov 05, 2007 under the Provisions of Companies Act, 1956, having registered office at Plot No. 209, Shop No.23, 2nd floor, Girnar Khushboo Plaza, G.I.D.C., Vapi-396195, Gujarat, India and engaged in the construction of residential, industrial, commercial and Institutional buildings.

The Company is formed with the main object to do the business of constructs, Builds and develops industrial infrastructure facilities, driveways, public utilities, powerhouse buildings, factories and such other immovable properties. Shashijit Infraprojects Ltd. has diversified into various sectors like they offers its commendable expertise in building and developing residential and commercial complexes.

Note 1: Summary of significant accounting policies:

A. STATEMENT OF COMPLIANCE:

The Company has prepared financial statements for the year ended March 31, 2021 in accordance with the provisions of the Companies Act, 2013 and Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) together with the comparative period data as at and for the year ended March 31, 2020. Further, the Company has prepared the opening balance sheet as at April 01, 2019 (the transition date) in accordance with Ind AS. For all the periods up to the year ended March 31, 2019, the Company had prepared its financial statements in accordance with the requirements of previous GAAP, which includes Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended). These are the Company's first Ind AS financial statements. These financial statements have been approved for issue by the Board of Directors at its meeting held on June 30, 2021.

B. BASIS OF PREPARATION AND PRESENTATION:

These financial statements for the year ended March 31, 2021 are the first financial statements, the Company has prepared in accordance with Ind AS. The Company has consistently applied the following accounting policies to all periods presented in these financial statements. The financial statements are presented in Indian Rupees (Rs.). The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The Company has consistently applied the following accounting policies to all periods presented in these financial statements.

a) **Operating cycle for current & non-current classification**

Assets and Liabilities are classified as current or non – current, inter-alia considering the normal operating cycle of the company's operations and the expected realization/settlement thereof within 12 months after the Balance Sheet date. Deferred tax assets and liabilities are classified as noncurrent assets and liabilities.

b) **Fair value measurement**

Fair value measurements are categorized as below based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety;

- (i) Level 1 inputs are quoted price (unadjusted) in active markets for identical assets or liabilities that the company can access at measurement date;
- (ii) Level 2 inputs are input, other than quoted prices included in level 1, that are observable for the asset or liability, either directly or indirectly; and
- (iii) Level 3 inputs are unobservable inputs for the valuations of asset or liabilities.

Above levels of fair value hierarchy are applied consistently and generally; there are no transfers between the levels of the fair value hierarchy unless the circumstances change warranting such transfer.

c) Cash Flow Statement – IND AS 7

The statement of Cash Flows has been prepared and presented in accordance with IND AS 7 “Statement of Cash Flows”.

d) SEBI regulations :

The disclosures with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Accounting Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

e) Exceptional items

An item of income or expense which by its size, type or incidence requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and disclosed as such in the financial statements.

C. FIRST TIME ADOPTION OF IND AS

The company has prepared opening Balance Sheet as per Ind AS as of April 1, 2019 (transition date) by recognising all assets and liabilities whose recognition is required by Ind AS, derecognising items of assets or liabilities which are not permitted to be recognised by Ind AS, reclassifying items from I-GAAP to Ind AS as required, and applying Ind AS to measure the recognised assets and liabilities. The exemptions availed by the company under Ind AS 101 are as follows:

1. The company has adopted the carrying value determined in accordance with I-GAAP for all of its property plant & equipment and investment property as deemed cost of such assets at the transition date.
2. The estimates as at April 1, 2019 and at March 31, 2020 are consistent with those made for the same dates in accordance with I-GAAP.

D. USE OF ESTIMATES:

The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities as of the balance sheet date, reported amounts of revenues and expenses for the period ended and disclosure of contingent liabilities as of the balance sheet date. The estimates and assumptions used in these financial statements are based upon management’s evaluation of the relevant facts and circumstances as on the date of the financial statements. Actual results may differ from those estimates. Any revision to accounting estimates is recognized prospectively.

E. REVENUE RECOGNITION:

- Ind AS 115 Revenue from Contracts with Customers: Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. Ind AS 115 requires entities to exercise judgment, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires relevant disclosures. The Company adopted Ind AS 115 using the modified retrospective approach of adoption with the date of initial application of April 1, 2019. Under this method, the standard can be applied either to all contracts at the date of initial application or only to contracts that are not completed at this date. The Company elected to apply the standard to all contracts as at April 1, 2019. The cumulative effect of initially applying Ind AS 115 is recognised at the date of initial application

as an adjustment to the opening balance of retained earnings. Therefore, the comparative information was not restated and continues to be reported under Ind AS 11 and IndAS 18.

- Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Expenses reimbursed by customers during the project execution are recorded as reduction to associated costs. Revenue also excludes taxes collected from customers.
- Stage of completion is determined with reference to the certificates given by clients / consultants appointed by clients as well as on the billing schedule agreed with them for the value of work done during the year.
- Revenue from supply contract is recognized when the substantial risk and rewards of ownership is transferred to the buyer and the collectability is reasonably measured. Revenue from product sales are shown as net of all applicable taxes and discounts.
- **Interest:** Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest applicable. Interest income is included under the head "Other income" in the statement of profit & loss account.
- **Dividends:** Dividend income is recognised when the Company's right to receive dividend is established by the balance sheet date.
- Revenue from contracts with customers is recognised when a performance obligation is satisfied by transfer of promised goods or services to a customer. For performance obligation satisfied over time, the revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation.
The Company transfers control of a good or service over time and therefore satisfies a performance obligation and recognizes revenue over a period of time if one of the following criteria is met:
(i) the customer simultaneously consumes the benefit of Company's performance or
(ii) the customer controls the asset as it is being created/enhanced by the Company's performance or
(iii) there is no alternative use of the asset and the Company has either explicit or implicit right of payment considering legal precedents.
In all other cases, performance obligation is considered as satisfied at a point in time.

The revenue is recognised to the extent of transaction price allocated to the performance obligation satisfied. Transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring goods or services to a customer excluding amounts collected on behalf of a third party. The Company includes variable consideration as part of transaction price when there is a basis to reasonably estimate the amount of the variable consideration and when it is probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is resolved. Variable consideration is estimated using the expected value method or most likely amount as appropriate in a given circumstance. Payment terms agreed with a customer are as per business practice and the financing component, if significant, is separated from the transaction price and accounted as interest income.

Costs to obtain a contract which are incurred regardless of whether the contract was obtained are charged-off in statement of profit and loss immediately in the period in which such costs are incurred. Incremental costs of obtaining a contract, if any, and costs incurred to fulfil a contract are amortised over the period of execution of the contract in proportion to the progress measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation.

- **Significant judgments are used in:**
 1. Determining the revenue to be recognised in case of performance obligation satisfied over a period of time; revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation.

2. Determining the expected losses, which are recognised in the period in which such losses become probable based on the expected total contract cost as at the reporting date.
3. Determining the method to be applied to arrive at the variable consideration requiring an adjustment to the transaction price.

(i) Revenue from operations:

Revenue from construction/project related activity is recognised as follows:

1. Cost plus contracts: Revenue from cost plus contracts is recognised over time and is determined with reference to the extent performance obligations have been satisfied. The amount of transaction price allocated to the performance obligations satisfied represents the recoverable costs incurred during the period plus the margin as agreed with the customer.
2. Fixed price contracts: Contract revenue is recognised over time to the extent of performance obligation satisfied and control is transferred to the customer. Contract revenue is recognised at allocable transaction price which represents the cost of work performed on the contract plus proportionate margin, using the percentage of completion method.

Percentage of completion is the proportion of cost of work performed to-date, to the total estimated contract costs.

For contracts where the aggregate of contract cost incurred to-date plus recognised profits (or minus recognised losses as the case may be) exceeds the progress billing, the surplus is shown as contract asset and termed as “unbilled revenue”. Amounts received before the related work is performed are disclosed in the Balance Sheet as contract liability and termed as “Advances from customer”. The amounts billed on customer for work performed and are unconditionally due for payment i.e. only passage of time is required before payment falls due, are disclosed in the Balance Sheet as trade receivables. The amount of retention money held by the customers pending completion of performance milestone is disclosed as part of contract asset and is reclassified as trade receivables when it becomes due for payment.

F. PROPERTY, PLANT&EQUIPMENT(PPE) :

Tangible Assets:

Property Plant & Equipment are stated at cost of acquisition less accumulated depreciation and impairment loss, if any.

The cost of acquisition includes direct cost attributable to bringing the assets to their present location and working condition for their intended use. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date and excludes any tax for which input credit is taken.

Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Property Plant and equipment are eliminated from financial statements, either on disposal or when retired from active use. Losses arising in case of retirement of Property, Plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognised in statement of profit and loss in the year of occurrence.

The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year and adjusted prospectively, if appropriate,

Depreciation on Tangible assets:

Depreciation is provided as per useful life prescribed by Schedule II of the Companies Act, 2013 on Written down Value Method on Plant and Machinery and on other Tangible PPE.

Depreciation is calculated on a Written down Value basis over the estimated useful lives of the assets. Useful lives used by the Company are same as prescribed rates, prescribed under Schedule II of the Companies Act 2013. The range of useful lives of the property, plant and equipment are as follows:

| Particulars | Useful Life |
|------------------------|---------------|
| PLANT & MACHINERY | 9 to 12 years |
| FURNITURE & FIXTURES | 10 years |
| VEHICLES | 8 to 10 years |
| OFFICE EQUIPMENTS | 5 years |
| COMPUTER & PERIPHERALS | 3 years |
| OFFICE BUILDING | 60 years |
| RESIDENTIAL FLAT | 60 years |

Software for internal use, which is primarily acquired from third-party vendors and which is an integral part of a tangible asset, including consultancy charges for implementing the Software, is capitalized as part of the related tangible asset.

Subsequent costs associated with maintaining such Software are recognised as expense as incurred. The capitalized costs are amortized over the estimated useful life of the Software.

Capital work-in-progress

PPE not ready for the intended use on the date of the Balance Sheet are disclosed as "capital work-in-progress"

G. Investment properties:

Investment properties comprise portions of office buildings and residential premises that are held for long-term rental yields and/or for capital appreciation. Investment properties are initially recognised at cost. Subsequently investment property comprising of building is carried at cost less accumulated depreciation and accumulated impairment losses.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit and loss as incurred.

Depreciation on building is provided over the estimated useful lives as specified in Schedule II to the Companies Act, 2013. The residual values, useful lives and depreciation method of investment properties are reviewed, and adjusted on prospective basis as appropriate, at each financial year end. The effects of any revision are included in the statement of profit and loss when the changes arise.

Though the group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Investment properties are derecognized when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from

its disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the statement of profit and loss in the period of de-recognition.

H. IMPAIRMENT OF ASSETS :

Management evaluates at regular intervals, using external and internal sources, whether there is any impairment of any asset. If any indication for impairment of assets exists, the carrying value of such assets is reduced to its recoverable amount and the impairment loss is recognized in the statement of profit and loss. Impairment occurs where the carrying value exceeds the present value of future cash flows expected to arise from the continuing use of the asset and/or its net realisable value on eventual disposal. Any loss on account of impairment is expensed as the excess of the carrying amount over the higher of the asset's net realisable value or present value as determined. When there is indication that an impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss and the asset is restated to that extent.

I. INVENTORIES:

As Per IND AS 2, Material at site have been valued at cost or net realizable value whichever is lower. The Inventory is physically verified by the management at regular intervals. Cost of Inventory comprises of Cost of Purchase, Cost of Conversion and other Costs incurred to bring them to their respective present location and condition. Work-in-progress consist of Work done but not certified and the incomplete work as on balance sheet date and same is valued at cost or net realizable value whichever is lower.

J. TAXES ON INCOME :

Income tax expense consists of current and deferred tax. Income tax expense is recognised in Statement of profit or loss except to the extent that it relates to items recognised in Other Comprehensive Income or directly in equity, in which case it is recognised in OCI or directly in equity respectively.

Current Tax:

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the Income Tax authorities, based on tax rates and laws that are enacted at the Balance sheet date.

Deferred Tax:

Deferred tax assets are recognized to the extent it is probable that taxable profit will be available against which deductible temporary differences, and the carried forward of unused tax losses can be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the assets realized based on tax rates (and tax laws) that have been enacted or substantially enacted as at the reporting date. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

K. LEASES:

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 judgment 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 lease.

The Company applies Ind AS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the impairment of non-financial assets below.

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 accounts for lease component within the contract as a lease separately from non-lease components of the contract. The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets are depreciated using the straight-line method from the commencement date. The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease.

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.

Transition to Ind AS 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.

Short-term leases and leases of low-value assets

The company has elected not to recognise right-of-use assets and lease liabilities for short term leases of real estate properties that have a lease term of 12 months. The company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

L. Employee Benefits:

Employee benefits include salaries, wages, contribution to provident fund, gratuity, leave encashment towards unavailed leave, compensated absences, post-retirement medical benefits and other terminal benefits.

Short-term employee benefits

Wages and salaries, including non-monetary benefits that are expected to be settled within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Post-employment benefits

Defined contribution plan

Employee Benefit under defined contribution plans comprises of Contributory provident fund, Post Retirement benefit scheme, Employee pension scheme, composite social security scheme etc. is recognized based on the

undiscounted amount of obligations of the Company to contribute to the plan. The same is paid to a fund administered through a separate trust.

Defined benefit plan

Defined benefit plans comprising of gratuity, post-retirement medical benefits and other terminal benefits, are recognized based on the present value of defined benefit obligation which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted either as current employee cost or included in cost of assets as permitted.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Other long-term employee benefits

Other long-term employee benefit comprises of leave encashment towards unavailed leave and compensated absences, these are recognized based on the present value of defined obligation which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted either as current employee cost or included in cost of assets as permitted.

Remeasurements of leave encashment towards unavailed leave and compensated absences are recognized in the Statement of Profit and Loss except those included in cost of assets as permitted in the period in which they occur.

Short term employee benefits

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service. Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

M. Non-current Asset held for sale:

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification. Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Noncurrent assets are not depreciated or amortized.

Company received the advance against the Investment property at Somnath, thus the same is recognised as asset held for sale as mentioned in note 13.

N. Borrowing costs:

- a) Borrowing costs that are attributable to the acquisition, construction, or production of a qualifying asset are capitalized as a part of the cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time (generally over twelve months) to get ready for its intended use or sale.
- b) All other borrowing costs are recognized as expense in the period in which they are incurred.

O. Provisions, Contingent Liabilities, Contingent assets and Commitments:

A provision is recognized when the company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on managements' best estimates required to settle the obligation at the Balance Sheet date.

These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. The expense relating to a provision is presented in the statement of profit and loss.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more future events not wholly within control of the Company.

Contingent liability is disclosed in the case of:

- present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- A present obligation arising from past events, when no reliable estimate is possible;
- A present obligation arising from past events, unless the probability of outflow of resources is remote.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

Contingent Assets are neither recognized nor disclosed in the Standalone Financial Statement.

P. Financial instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i. Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortized cost.
- Financial assets at fair value.

When assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income). A financial asset that meets the following two conditions is measured at amortized cost (net of any write down for impairment) unless the asset is designated at fair value through profit and loss under fair value option.

When assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income). A financial asset that meets the following two conditions is measured at amortized cost (net of any write down for impairment) unless the asset is designated at fair value through profit and loss under fair value option.

A financial asset that meets the following two conditions is measured at fair value through other

comprehensive income unless the asset is designated at fair value through profit and loss under fair value option.

- **Business model test:** The financial asset is held within a business model whose objective is achieved by both collected contractual cash flows and selling financial instruments.
- **Cash flow characteristics test:** 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.

Derecognition

When the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; it evaluates if and to what extent it has retained the risks and rewards of ownership.

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- Based on above evaluation, either
 - (a) The Company has transferred substantially all the risks and rewards of the asset, or
 - (b) The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

Trade receivables that result from transactions that are within the scope of Ind AS 18

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss. This amount is reflected in the statement of profit and loss in other expenses. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortized cost, trade receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

ii. **Financial liabilities**

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or at amortized cost, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade payables and other payables.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss

The Company has not designated any financial liability as at fair value through profit and loss.

Financial liabilities at amortized cost

After initial recognition, interest-bearing loans and borrowings and other payables are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

iii. **Offsetting of financial instruments**

Financial assets and financial liabilities are o-set and the net amount is reported in the balance sheet if there is a currently enforceable legal right to o-set the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Q. **SEGMENTREPORTING:**

The Company is mainly engaged in the business of Construction of residential buildings/commercial complexes and activities connected and incidental thereto. On that basis, the Company has only one reportable business segment – Construction, the results of which are embodied in the financial statements. The Company operates in only one geographical segment – within India.

R. **CASH & CASH EQUIVALENTS:**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and bank balances, as defined above.

S. **EARNING PER SHARE:**

The Company presents basic and diluted earnings per share (“EPS”) data for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity shares unless the effect of the potential dilutive equity shares is anti-dilutive.

T. **SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS:**

The preparation of the Company’s financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent assets and contingent liabilities. Although these estimates are based on the management’s best knowledge of current events and actions, 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.

a. **Judgments**

In the process of applying the Company’s accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognised in the financial statements.

b. **Estimates and assumptions**

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur:

i. **Taxes**

Uncertainties exist with respect to the interpretation of complex tax regulations and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable

estimates, for possible consequences of audits by the tax authorities. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the Company's domicile.

ii. Defined benefit plans (gratuity benefits)

The Company's obligation on account of gratuity and compensated absences is determined based on actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries. Further details about gratuity obligations are given in Refer Note 33

iii. Property, plant and equipment

Refer Point (F) of Note - 1 for estimated useful lives of property, plant and equipment. The carrying value of property, plant and equipment has been disclosed at Note 2A.

iv. Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

v. IMPACT OF COVID-19 (Global Pandemic)

The Government of India has declared the nationwide lockdown on account of outbreak of COVID 19 Pandemic. The business operations have recommenced on a limited scale post relaxation of lockdowns. The management has taken into account the possible impacts of known events, upto the date of the approval of these financial results, arising from COVID-19 pandemic on the carrying value of the assets and liabilities as at 31 March 2021. However, there exists significant estimation uncertainty in relation to the future impact of COVID-19 pandemic on the Company and, accordingly, the actual impact in the future may be different from those presently estimated. The Company will continue to monitor any material change to the future economic conditions and consequential impact on the financial results.

NOTE 2A : Plant Property and Equipments :

| Particulars | Plant & Machinery | Furniture & Fixtures | Vehicles | Office Equipment | Computer & Peripherals | Office Building | Residential Flat | Total |
|-----------------------------|-------------------|----------------------|-----------|------------------|------------------------|-----------------|------------------|-------------|
| Cost* | | | | | | | | |
| At April 01, 2019 | 52,432,829 | 5,219,056 | 7,886,334 | 1,123,596 | 1,075,770 | 6,001,675 | - | 73,739,260 |
| Additions | 9,345,181 | 28,250 | | 23,188 | | 43,800 | 10,538,700 | 19,979,120 |
| Disposals | - | - | | - | - | - | - | - |
| Amount trfto R/E | - | - | | - | - | - | - | - |
| At March 31, 2020 | 61,778,010 | 5,247,306 | 7,886,334 | 1,146,784 | 1,075,770 | 6,045,475 | 10,538,700 | 93,7,18,380 |
| Additions | 5,493,054 | - | 2,805,892 | 182,320 | 26,500 | - | - | 8,507,766 |
| Disposals | - | - | 2,485,000 | - | - | - | - | 2,485,000 |
| At March 31, 2021 | 67,271,064 | 5,247,306 | 8,207,226 | 1,329,104 | 1,102,270 | 6,045,475 | 10,538,700 | 99,741,146 |
| Depreciation | | | | | | | | |
| At April 01, 2019 | 27,768,048 | 3,783,122 | 3,312,554 | 864,325 | 914,578 | 1,403,211 | | 38,045,837 |
| Charge for the year | 6,049,792 | 367,924 | 1,427,361 | 114,832 | 67,549 | 315,038 | 101,241 | 8,443,737 |
| Disposals | - | - | | | | | | |
| At March 31, 2020 | 33,817,840 | 4,151,046 | 4,739,915 | 979,157 | 982,127 | 1,718,249 | 101,241 | 46,489,574 |
| Charge for the year | 6,269,609 | 274,653 | 1,259,990 | 81,720 | 27,969 | 252,276 | 508,304 | 8,674,521 |
| Disposals | | | 1,465,435 | | | | | 1,465,435 |
| At March 31, 2021 | 40,087,449 | 4,425,699 | 4,534,470 | 1,060,877 | 1,010,096 | 1,970,525 | 609,545 | 53,698,660 |
| Net book value | | | | | | | | |
| As at April 01, 2019 | 24,664,781 | 1,435,934 | 4,573,780 | 259,271 | 161,192 | 4,598,464 | - | - |
| As at March 31, 2020 | 27,960,171 | 1,096,260 | 3,146,419 | 167,627 | 93,643 | 4,327,227 | 10,437,459 | 47,228,806 |
| As at March 31, 2021 | 27,183,615 | 821,607 | 3,672,756 | 268,227 | 92,174 | 4,074,951 | 9,929,155 | 46,042,486 |

* For property, plant and equipment existing as on the date of transition to Ind AS, i.e., April 01, 2019, the Company has used IGAAP carrying value as deemed costs.

NOTE 2B CAPITAL WORK IN PROGRESS:
(Amount In Rs.)

| Particulars | CWIP | TOTAL |
|-----------------------------|-------------|-------------|
| Cost* | | |
| At April 01, 2019 | - | - |
| Additions | 1,04,51,930 | 1,04,51,930 |
| Disposals | | |
| At March 31, 2020 | 10,451,930 | 10,451,930 |
| Additions | 3,684,014 | 3,684,014 |
| Disposals | | |
| At March 31, 2021 | 14,135,944 | 14,135,944 |
| Net book value | | |
| As at March 31, 2019 | - | - |
| As at March 31, 2020 | 10,451,930 | 10,451,930 |
| As at March 31, 2021 | 14,135,944 | 14,135,944 |

A. CWIP agingschedule :
Amount in RS.

| CWIP | Amount in CWIP for a period of | | | | Total* |
|--------------------------------|--------------------------------|------------|-----------|-------------------|----------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| Projects in progress | 3,684,014 | 10,451,930 | - | - | 14135944 |
| Projects temporarily suspended | - | - | - | - | - |

B. For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan, following CWIP completion schedule shall be given:**
Amount in RS.

| CWIP | To be completed in | | | |
|-----------|--------------------|-----------|-----------|-------------------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years |
| Project 1 | 14,135,944 | | | |

NOTE-3 OTHER FINANCIAL NON CURRENT ASSETS:
(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|-----------------------------------|----------------|----------------|----------------|
| Unsecured, considered good | | | |
| Security Deposits | 806,000 | 806,000 | 806,000 |
| Total | 806,000 | 806,000 | 806,000 |

NOTE: 4 DEFERRED TAX ASSET (NET)
(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|--------------------|------------------|------------------|------------------|
| Deferred tax asset | 4,251,297 | 3,960,759 | 1,921,882 |
| Total | 4,251,297 | 3,960,759 | 1,921,882 |

NOTE: 5 OTHER NON-CURRENT ASSETS

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|---------------------------------------|-------------------|-------------------|-------------------|
| (Unsecured, Considered good) | | | |
| Income Tax Refunds (Net Of Provision) | 6,821,194 | 418,082 | 4,066,316 |
| Income Tax (Advance tax & TDS) | 2,029,446 | 6,134,873 | 5,010,321 |
| Balance with govt. authorities | 3,654,361 | 3,654,361 | 5,378,828 |
| Unamortized Cost | 112,948 | 41,843 | 15,057 |
| TOTAL | 12,617,949 | 10,249,159 | 14,470,522 |

NOTE: 6 INVENTORIES

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|------------------|-------------------|-------------------|-------------------|
| Material at Site | 39,125,011 | 46,049,124 | 32,027,127 |
| Work in Progress | 31,998,661 | 37,493,799 | 26,525,350 |
| Total | 71,123,672 | 83,542,923 | 58,552,477 |

NOTE 6.1) Material at site are valued at cost or net realisable value whichever is lower.

NOTE: 7 CURRENT INVESTMENT

| Particulars | March 31, 2021 | | March 31, 2020 | | April 1, 2019 | |
|--|-----------------|--------------|-----------------|--------------|-----------------|--------------|
| | Quantity (Nos.) | Amount (Rs.) | Quantity (Nos.) | Amount (Rs.) | Quantity (Nos.) | Amount (Rs.) |
| Investment in Equity Instrument (Trade) (At Cost or Market Value whichever is lower) (Quoted) | | | | | 130,745 | 65,372 |
| Fully paid up Shares.(Face Value) | 130,745 | 65,372 | 130,745 | 65,372 | 130,745 | 65,372 |

NOTE 7.1)

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|--|----------------|----------------|---------------|
| Aggregate of quoted investment at cost | 474,604 | 474,604 | 474,604 |

NOTE: 8 TRADE RECEIVABLE

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|--|-------------------|-------------------|-------------------|
| Unsecured and considered good | | | |
| Outstanding for a period exceeding 6 months from the date they are due for payment | 36,456,734 | 15,456,739 | 2,24,51,845 |
| Others | 28,774,026 | 60,054,316 | 76,872,565 |
| Total | 65,230,760 | 75,511,055 | 99,324,410 |

Trade Receivables ageing schedule

(Amount In Rs.)

| Particulars | Outstanding for following periods from due date of payment# | | | | | Total |
|--|---|------------------|-----------|-----------|-------------------|------------|
| | Less than 6 months | 6 months -1 year | 1-2 Years | 2-3 years | More than 3 years | |
| (i) Undisputed Trade receivables – considered good | 28,774,610 | 34,634,854 | 224,098 | | 1,86,014 | 63,819,576 |
| (ii) Undisputed Trade Receivables – which have significant increase in credit risk | | | | | 1,411,184 | 1,411,184 |
| (iii) Undisputed Trade Receivables – credit impaired | | | | | | |
| (iv) Disputed Trade Receivables– considered good | | | | | | |
| (v) Disputed Trade Receivables – which have significant increase in credit risk | | | | | | |
| (vi) Disputed Trade Receivables – credit impaired | | | | | | |

NOTE: 9 CASH & CASH EQUIVALENTS

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|-------------------|----------------|------------------|------------------|
| Balance With Bank | 145,096 | 4,790,178 | 163,672 |
| Cash on Hand | 430,766 | 1,345,733 | 1,959,706 |
| Total | 575,862 | 6,135,911 | 2,123,378 |

NOTE: 10 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS ABOVE

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|--|------------------|------------------|------------------|
| Fixed deposits with banks with maturity period more than 12 months # | 9,202,634 | 8,230,000 | 62,77,335 |
| Interest accrued on deposits # | 39,956 | 517,894 | 34,050 |
| Total | 9,242,590 | 8,747,894 | 6,311,385 |

NOTE: 11 OTHER FINANCIAL CURRENT ASSETS

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|--------------------------------------|----------------|----------------|---------------|
| Unsecured and Considered good | | | |
| Balance with govt. authorities | 1,166,207 | 10,924,855 | 635,802 |
| Secuirty Deposits/ EMD | 317,091 | 273,791 | 1,163,791 |
| Advance to Suppliers/other contracts | 17,846,998 | 1,715,804 | 4,971,160 |
| Loans & Advances to Staff & Labour | 1,009,500 | 186,000 | 79,500 |

| | | | | |
|------------------|--|-------------------|-------------------|------------------|
| Prepaid Expenses | | 235,842 | 175,367 | 153,819 |
| Total | | 20,575,638 | 13,275,817 | 7,004,072 |

NOTE: 12 OTHER CURRENT ASSETS
(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|----------------------|-------------------|-------------------|-------------------|
| Unbilled Revenue | 41,170,961 | 27,148,145 | 2,95,11,459 |
| Other Current Assets | 49,153 | 49,153 | 37,653 |
| Total | 41,220,114 | 27,197,298 | 29,549,112 |

NOTE: 13 ASSETS CLASSIFIED AS HELD FOR SALE
(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|--|----------------|----------------|----------------|
| Investment for Industrial Shed @ Somnath-15% | 689,644 | 689,644 | 689,644 |
| Total | 689,644 | 689,644 | 689,644 |

NOTE: 14 EQUITY SHARE CAPITAL
(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|--|--------------------|--------------------|------------------------------|
| Authorised Shares: 125,00,000 Equity Shares of Rs. 10/- each (P.Y. 125,00,000 Equity Shares of Rs. 10/- each) | 125,000,000 | 125,000,000 | 125,000,000 |
| TOTAL | 125,000,000 | 125,000,000 | 125,000,000 |
| Issued, Subscribed and Fully Paid up Shares: 1,03,44,000 Equity Shares of Rs. 10/- each fully paid Up (P.Y. 1,03,44,000 Equity Shares of Rs. 10/- each fully paid Up) 17,24,000 Equity Shares of Rs. 10 each has been issued during the year 2018-19 as fully paid-up bonus shares by capitalization of Free Reserves and security premium | 103,440,000 | 103,440,000 | 86,200,000 17,240,000 |
| Subscribed & Not Fully Paid Up Capital | - | - | - |
| Total | 103,440,000 | 103,440,000 | 103,440,000 |

14.1) Reconciliation of the number of shares

| Particulars | March 31, 2021 | | March 31, 2020 | | April 1, 2019 | |
|---|-------------------|--------------------|-------------------|--------------------|-------------------|--------------------|
| | Quantity (Nos.) | Amount (Rs.) | Quantity (Nos.) | Amount (Rs.) | Quantity (Nos.) | Amount (Rs.) |
| Balance as at the beginning of the year | 10,344,000 | 103,440,000 | 1,03,44,000 | 103,440,000 | 8,620,000 | 86,200,000 |
| Add: Shares Issued during the year 2018-19 by way of Bonus Shares (Ref Note 2.4 below). | | | | | 1,724,000 | 17,240,000 |
| Balance as at the end of the year | 10,344,000 | 103,440,000 | 10,344,000 | 103,440,000 | 10,344,000 | 103,440,000 |

Equity share:

- The company has one class of equity shares having a par value of Rs. 10/- each. Each shareholder is eligible for one vote per share held.
- In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the company after distributing of preferential amounts, in proportions to their shareholding.

14.2) Details of shares held by each shareholder holding more than 5% shares:

| Particulars | March 31, 2021 | | March 31, 2020 | | April 1, 2019 | |
|----------------------|------------------|--------|------------------|--------|------------------|--------|
| | No. of Shares | % | No. of Shares | % | No. of Shares | % |
| Equity Shares | | | | | | |
| Ajit D. Jain | 4,995,019 | 48.29% | 4,995,019 | 48.29% | 4,995,019 | 48.29% |
| Shashi A. Jain | 2,178,000 | 21.06% | 2,178,000 | 21.06% | 2,178,000 | 21.06% |
| Total | 7,173,019 | | 7,173,019 | | 7,173,019 | |

14.3) aggregate number of Bonus Shares issued for consideration other than cash (during 5 years preceding March 31, 2021)

(Amount In Rs.)

| Particulars | 2019-20 | 2018-19 | 2017-18 | 2016-17 & 2015-16 |
|-------------------------------------|---------|-----------|---------|-------------------|
| Allotted as fully paid Bonus Shares | - | 1,724,000 | - | 6,240,000 |

14.4) A company shall disclose Shareholding of Promoters* as under:

| Shares held by promoters at the end of the year | | | | % Change during the year*** |
|---|------------------------------|-----------------|------------------|-----------------------------|
| S. No | Promoter name | No. of Shares** | %of total shares | |
| 1 | Ajit D. Jain | 4,995,019 | 48.29% | 0 |
| 2 | Shashi A. Jain | 2,178,000 | 21.06% | 0 |
| 3 | AAKRUTI AJITKUMAR JAIN | 290,400 | 2.80% | 0 |
| 4 | SALONI AJITKUMAR JAIN | 9,744 | 0.09% | 0 |
| 5 | MEENABEN PRAVINCHANDRA PATEL | 100 | 0.0009% | 100% |

NOTE: 15 OTHER EQUITY RESERVES & SURPLUS

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|--|----------------|----------------|---------------|
| (a) General Reserve | | | |
| Balance as at the beginning of the year | - | - | 5,354,376 |
| Add: Transfer from P & L a/c. | - | - | - |
| Less: Issue of Bonus Shares in ratio of 1:5 | - | - | 5,354,376 |
| Balance as at the end of the year | - | - | 0 |
| (b) Surplus balance in Statement of Profit & Loss | | | |
| Balance as at the beginning of the year | 9,333,876 | 16,016,924 | 21,214,479 |
| Add: Profit/(Loss) during the year as per Statement of | | | |

| | | | |
|---|------------------|------------------|-------------------|
| Profit & Loss | -1,225,683 | -6,059,522 | 1,930,801.83 |
| Less: Issue of Bonus Shares in ratio of 1:5 | - | - | 5,049,984 |
| Less: Adjustment/write off relating to fixed assets | - | - | - |
| Less: Appropriation | | | |
| Dividend | - | 517,200 | 1,724,000 |
| Dividend Distribution Tax on Dividend | - | 106,312 | 354,373 |
| Interest on unpaid dividend | 14 | 14 | 0 |
| Balance as at the end of the year | 8,108,179 | 9,333,876 | 16,016,924 |
| c) Securities Premium | | | |
| Balance as at the beginning of the year | - | - | 6,835,640 |
| Less: Issue of Bonus Shares in ratio of 1:5 | | | 6,835,640 |
| Balance as at the end of the year | - | - | 0 |
| Total | 8,108,179 | 9,333,876 | 16,012,973 |

NOTE: 16 LOANS

(Amount In Rs.)

| Particulars | March 31, 2021 | | March 31, 2020 | | April 1, 2019 | |
|--|-------------------|------------------|-------------------|------------------|------------------|------------------|
| | Non-Current | Current | Non-Current | Current | Non-Current | Current |
| Secured | | | | | | |
| Term Loan From Bank | 15,349,323 | 4,441,898 | 13,538,467 | 1,891,509 | 2,335,976 | 2,723,394 |
| Current Maturities of Long Term Debt shown under Current Liabilities | | | | | | |
| Unsecured | | | | | | |
| Term Loan From Bank & Financial Institution | 4,180,298 | 781,265 | | | | |
| Current Maturities of Long Term Debt shown under Current Liabilities | | | | | | |
| Total | 19,529,621 | 5,223,163 | 13,538,467 | 1,891,509 | 2,335,976 | 2,723,394 |

16.1) Terms of Repayment

- A) Term loan from Saraswat Bank and Kotak bank is secured by way of hypothecation of plant & machinery.
- B) The vehicle loan is secured by way of hypothecation of respective vehicles
- C) Repayment profile of term loan is set out as below
- D) Term Loan From ICICI Bank is secured by Flat purchased at valsad

| Bank/Loan | Rate of Interest | Installments Amount | Balance No. of Installments w.e.f 01.04.2021 | Installments ending on |
|------------------------------------|------------------|---------------------|--|------------------------|
| ICICI Bank Loan | 7.65% | 125,819 | 110 | May-30 |
| ICICI Bank Loan II | 16.50% | 177,503 | 35 | February-24 |
| Term Loan I (Saraswat Bank) 1542 | 9.75% | 43,290 | 11 | February-22 |
| Kotak Mahindra Bank I | 9.80% | 90,540 | 31 | December-23 |
| Kotak Mahindra Bank II | 8.00% | 20,802 | 36 | July-24 |
| Kotak Mahindra Bank III | 8.00% | 91,040 | 46 | January-25 |
| Term Loan III (Saraswat Bank) 1824 | 8.00% | 45,200 | 54 | September-25 |

| | | | | |
|-----------------------------------|-------|--------|----|-----------|
| Term Loan IV (Saraswat Bank) 1721 | 8.90% | 31,226 | 17 | August-22 |
|-----------------------------------|-------|--------|----|-----------|

NOTE: 17 LONG TERM PROVISIONS
(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|---------------------|----------------|------------------|-----------------|
| Gratuity Provisions | 767,306 | 1,058,575 | 757,971 |
| Total | 767,306 | 1,058,575 | 7,57,971 |

NOTE: 18 SHORT TERM BOROWINGS
(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|------------------------------------|-------------------|-------------------|-------------------|
| Secured | | | |
| Loan repayable on demand from bank | 45,144,876 | 43,527,698 | 43,981,538 |
| Unsecured | | | |
| Loan from director | 8,670,000 | 780,000 | |
| Total | 53,814,876 | 44,307,698 | 43,981,538 |

18.1) Working Capital Loan from The Saraswat Co-Operative Bank Ltd. secured as primary security by way of first charge of present and future Book debt of the Company and is further secured as secondary security by way of office situated at Plot No. 209, Shop No. 23, 2nd Floor, Girnar Khushboo Plaza, GIDC, VAPI-396195. Further, directors are also collaterally secured by way of personal guarantee.

18.2) Overdraft facility from the The Saraswat Co-Operative Bank Ltd, Vapi Branch

18.3) Raw Material Assistance from The National Small Industries Corporation Ltd. Against Bank Guarantee of Dena Bank on behalf of Saraswat Co- Operative Bank Ltd.

NOTE: 19 TRADE PAYABLE
(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|-------------------------------------|-------------------|--------------------|-------------------|
| Micro, Small and Medium Enterprises | 413,286 | 1,412,578 | 1,091,909 |
| Other | 82,471,125 | 100,917,915 | 77,696,996 |
| Total | 82,884,411 | 102,330,493 | 78,788,905 |

Trade Payable ageing schedule
(Amount In Rs.)

| Particulars | Outstanding for following periods from due date of payment# | | | | Total |
|-----------------------------|---|------------|-----------|-------------------|------------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) MSME | 116,900 | | | 296,386 | 413,286 |
| (ii) Others | 46,104,601 | 31,141,240 | 4,186,481 | 1,038,802 | 82,471,125 |
| (iii) Disputed dues – MSME | | | | | |
| (iv) Disputed dues – Others | | | | | |

NOTE: 20 OTHER CURRENT LIABILITIES
(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|---------------------------------------|----------------|----------------|---------------|
| Current Maturities of Long Term Debts | 5,223,163 | 1,891,509 | 2,723,394 |

| | | | | |
|--|--|-------------------|-------------------|------------------|
| (Refer Note No. "16") | | | | |
| Statutory Dues | | 5,332,724 | 7,604,310 | 4,597,443 |
| Salary & Wages Payable | | 1,572,843 | 1,276,522 | 2,120,577 |
| Directors's Remuneration payable | | 2,104,855 | 897,000 | 154,511 |
| Bonus Payable | | 179,982 | 293,549 | 45,000 |
| Deposit received for property on Rent | | 45,000 | 45,000 | - |
| Advance Received From Debtors | | 2,761,579 | 1,040,516 | - |
| Advance Received Against Property Sale | | 600,000 | 375,000 | - |
| Liability for Expenses / Services | | 50,029 | 129,403 | 34,000 |
| Unpaid Dividend | | 480 | 480 | - |
| Total | | 17,870,655 | 13,553,289 | 9,674,925 |

NOTE: 21 SHORT TERMS PROVISIONS

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 | April 1, 2019 |
|---|----------------|----------------|------------------|
| Provision for Tax | - | - | 1,284,301 |
| Gratuity Provision | 38,469 | 19,828 | 14,197 |
| Interest payable on late Payment to Micro and Small Creditors | 123,812 | 280,342 | 216,939 |
| Total | 162,281 | 300,170 | 1,515,437 |

NOTE: 22 REVENUE FROM OPERATIONS

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 |
|--|--------------------|--------------------|
| Sales of Services | 149,838,829 | 283,402,090 |
| Trading Sales Of Construction Material | 18,291,570 | 3,051,225 |
| Scrap sale | 42,120 | 304,460 |
| Total | 168,172,519 | 286,757,775 |

NOTE: 22.1) Particulars of sale of Services

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 |
|----------------------------------|--------------------|--------------------|
| Closing Balance unbilled Revenue | 41,170,961 | 27,148,145 |
| Work Contract | 135,816,013 | 285,765,404 |
| | 176,986,974 | 312,913,549 |
| Opening Balance unbilled Revenue | (27,148,145) | (29,511,459) |
| Sale of Services | 149,838,829 | 283,402,090 |

NOTE: 23 OTHER INCOME

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 |
|---|------------------|----------------|
| Interest Income | 1,214,203 | 519,912 |
| Interest Income Included In Retention Money | 9,716 | 2,120 |
| Dividend Income | - | 4,375 |
| Sundry Balance Written Back | 903 | 69,603 |
| Rent received from Maimoon Coat | - | 45,763 |
| Interest On Income Tax Refund | 519,020 | - |
| Profit On Sale Of Car | 880,854 | - |
| Total | 2,624,696 | 641,773 |

NOTE: 24 COST OF MATERIALS CONSUMED
(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 |
|---|-------------------|--------------------|
| Opening stock of Material at site | 46,049,124 | 32,027,127 |
| Add: Work in Progress | 37,493,799 | 26,525,350 |
| Add: Purchases during the year | 77,657,598 | 178,524,469 |
| Less: Closing Stock of Material at site | (39,125,011) | (46,049,124) |
| Less: Work in Progress | (31,998,661) | (37,493,799) |
| Total | 90,076,849 | 153,534,023 |

NOTE 24.1) Particulars of Material Consumed
(Amount In Rs.)

| Particulars | March 31, 2021 | | March 31, 2020 | |
|--------------|-------------------|-------------|--------------------|-------------|
| | Amount | Consumption | Amount | Consumption |
| Imported | - | - | - | - |
| Indigenous | 90,076,849 | 100% | 153,534,023 | 100% |
| Total | 90,076,849 | | 153,534,023 | |

NOTE: 25 EMPLOYEE BENEFITS
(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 |
|---------------------------------|-------------------|-------------------|
| Salary & Wages: | 14,001,970 | 24,667,701 |
| Directors Remunerations | 4,480,000 | 4,170,000 |
| Contribution to Provident Funds | 416,629 | 458,803 |
| Staff/ Labour Welfare Expenses | 716,324 | 1,815,241 |
| Gratuity | -28,603 | 376,995 |
| Bonus | 179,982 | 671,749 |
| Total | 19,766,302 | 32,160,489 |

25.1) Disclosure pursuant to Accounting standard (AS-15) - Employee Benefits prescribed by companies (Accounting standard Amendment Rules 2006). The company provides for short term employees benefit like Bonus etc during the year in which the employees perform the services. Leave encashment is accounted for on cash basis and no provision for the same has been maintained. Company make provision for the gratuity as per actuarial report.

NOTE: 26 FINANCE COSTS
(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 |
|---------------------|------------------|------------------|
| Interest Expenses | 5,927,973 | 4,479,934 |
| Bank Charges | 62,739 | 55,780 |
| CC Renewal Charges | 35,000 | 140,000 |
| Bank Guarantee Fees | 220,100 | 221,047 |
| Total | 6,245,812 | 4,896,761 |

NOTE: 27 OTHER EXPENSES
(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 |
|---|----------------|----------------|
| Direct Expenses | | |
| Repairs & Maintenance (Machinery& JCB) | 4,501,641 | 5,997,999 |
| Machinery Hire Charges | 7,122,539 | 16,743,084 |
| Labour Charges | 24,043,922 | 57,110,665 |

| | | |
|---|-------------------|-------------------|
| Roofing & Fabrication Erection Exp. | 831,265 | 5,622,153 |
| Transportation Charges | 5,659,236 | 3,660,272 |
| Loading & unloading | 7,103 | 29,660 |
| Misc. Direct Expenses | 584,555 | 147,893 |
| Total (i) | 42,750,261 | 89,311,726 |
| Administrative Expenses | | |
| Advertisement Expense | 146,800 | 45,240 |
| Payment to Auditor :Audit Fees | 25,000 | 25,000 |
| Discount & Deduction | - | - |
| Directors Sitting fees | 22,500 | - |
| Donation | | 30,500 |
| Insurance | 366,319 | 373,825 |
| Computer Expenses | 39,192 | 57,062 |
| Legal & Professional Fees | 1,066,380 | 1,694,695 |
| Loan Processing Fees | 24,000 | 47,840 |
| Petrol & Diesel | 717,163 | 793,396 |
| Rent | 363,500 | 628,000 |
| GST Expenses | | 14,580 |
| Repairs & Maintenance- Other | 773,497 | 688,938 |
| Travelling & Conveyance | 78,194 | 447,946 |
| Telephone Expenses | 29,976 | 85,659 |
| Interest On Late Payment Charge | 60,170 | - |
| Electricity Charges | 61,786 | 61,032 |
| BSE Listing Fees | 320,000 | 229,998 |
| Interest On Late Payment to Micro and Small Creditors | -156,530 | 63,403 |
| Interest under Rule 37 of GST Act | | 681,581 |
| Security Charges | 88,040 | 34,418 |
| Stamp Duty Expenses | 900 | 1,300 |
| Stamp Paper Expenses | 33,660 | 40,614 |
| Testing Charges | 179,225 | 193,505 |
| Misc. Expenses | 521,345 | 560,115 |
| Vehicle Expenses | 212,142 | 231,566 |
| GST Late Fees | 33,830 | 16,250 |
| Printing & Stationery | 36,629 | 165,509 |
| Total (ii) | 5,043,717 | 7,211,971 |
| Total (i)+(ii) | 47,793,978 | 96,523,697 |

Note: 27.1: Payment to Auditor

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 |
|---|----------------|----------------|
| (i) Payment to the auditor comprises (net of service tax input credit, where applicable): | | |
| As auditor - statutory audit | 25,000 | 25,000 |
| Other Matters | - | - |
| For taxation matters | - | - |
| Total | 25,000 | 25,000 |

NOTE: 28 EARNING PER SHARE (EPS)

Basic earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year. The following reflects the income and share data used in the basic EPS computations:

| Particulars | March 31, 2021 | March 31, 2020 |
|--|----------------|----------------|
| Profit After Taxation | -1,225,683 | -6,059,522 |
| Net Profit attributable to Equity shareholders | -1,225,683 | -6,059,522 |
| Weighted Average No. of Equity Shares (in Nos) | 10,344,000 | 10,344,000 |
| Basic & Diluted EPS | -0.12 | -0.59 |

NOTE: 29 CONTINGENT LIABILITY

1. In last year company has received a demand notice under section 143(3) of Income tax Act, 1961 of Rs 11,13,145/-. Against, the said order, Company has gone for appeal in the tribunal. The Company believes that in appeal the demand will be removed or will get substantial relief and hence it believes no provision is required.

NOTE: 30 DISCLOSURES UNDER IND AS 115 ON CONSTRUCTION CONTRACT:

(Amount In Rs.)

| S.No. | Particulars | March 31, 2021 | March 31, 2020 |
|-------|--|----------------|----------------|
| | Total amount of Contract revenue recognised as income during the year | | |
| 1. | Revenue as per Running Bill issued | 135,816,013 | 285,777,824 |
| 2. | Provision for revenue in accordance with AS-7 of ICAI | 41,170,961 | 27,148,145 |

1. Method used to determine the contract revenue:-

Contract Revenue has been determined on the basis of percentage of total contract revenue with respect to the stage of completion as on the date of balance sheet.

2. Method used to determine stage of completion:-

Stage of completion of a particular contract is determined as a proportion of contract cost incurred for work performed upto the reporting date to the estimated total contract cost.

NOTE: 31 INCOME TAX RECONCILIATION:

A) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate applicable in India:

(Amount In Rs.)

| Particulars | March 31, 2021 | March 31, 2020 |
|--|--------------------|--------------------|
| Loss before income tax | (1,760,246) | (8,159,159) |
| Applicable tax rate in India | 26% | 26% |
| Computed tax charge on applicable tax rates in India | (457,664) | (2,121,381) |
| Tax effect due to changes in Property, plant and equipment | 35,044 | 206,183 |
| Adjustment of carried forward losses and unabsorbed depreciation | 394,341 | 1,752,789 |
| Tax impact of financial liabilities recognised at amortised cost | (18,488) | |
| Tax impact of assets recognised at fair value | (2,526) | |
| Tax impact of expenses deductible on payment | (117,834) | 79,621 |
| Effect on deferred tax balances due to change in income tax rate | | 16,082 |
| Tax effect on losses on which deferred taxes has not been recognized | (457,664) | (2,121,381) |
| Tax expense reported in the statement of profit or loss | 290,538 | 2,054,675 |

| | | |
|--------------------|---------|---------|
| Effective tax rate | -16.51% | -25.18% |
|--------------------|---------|---------|

B) Components of deferred tax (assets) and liabilities recognised in the Balance Sheet

(Amount In Rs.)

| Particulars | Balance Sheet | |
|---|----------------|------------------|
| | 2020-21 | 2019-20 |
| Difference between Book depreciation and tax depreciation | 1,015,640 | 799,583 |
| On account of Losses and unabsorbed depreciation | 635,844 | 6,741,498 |
| On account of other timing differences | (534029) | 306,235 |
| Deferred Tax Income / (Expense) | 1117,455 | 7,847,316 |
| Net Deferred Tax Asset / (Liabilities) | 290,538 | 2,054,675 |

NOTE- 32 RELATED PARTY TRANSACTIONS:

(i) Name of related parties and description of relationship:

| (A) | Key Management Personnel | Relations |
|-----|--|---|
| 1 | Ajit D. Jain | Managing Director |
| 2 | Shashi Ajit Jain | Whole Time Director |
| 3 | Aakruti A. Jain | Whole Time Director |
| 4 | Ishwar M. Patil | Chief Financial Officer |
| 5 | Manthan D. Shah | Company Secretary |
| (B) | Relatives of Key Management Personnel: | |
| 1 | VKM Enterprises | Firm of Managing Director brother. |
| 2 | Ajit D. Jain HUF | Managing Director is Karta of H.U.F |
| 3 | Vijay Construction | HUF of Managing Directors Brother |
| 4 | Sun Eco Products | Managing Director is Partner |
| 5 | Aakruti Design Studio | Proprietor firm of Whole time Director |
| 6 | KhatodContruction | Managing Director's HUF |
| 7 | Khatod Enterprise | Managing Director is Partner |
| 8 | Sarigam Developers LLP | Managing Director is Designated Partner |
| 9 | Tashi Infra | Managing Director is Partner |
| 10 | GJ Enterprise | Managing Director is Partner |

(ii) Table providing total amount of transactions that have been entered into with related parties for the relevant financial year:

| | | Transaction During the year | | | | | | | | | | | Balance as at the year end |
|--------------------------------------|------------|-----------------------------|-------------|-----------|------------|------------|--------------------------|-------------------------|----------------------------------|------------------|------------------------------|----------------------|----------------------------|
| Related parties where control exists | Year ended | Remunerat ion Paid | Salary Paid | Rent Paid | Loan Taken | Loan given | Repayme nt of loan given | Repayment of Loan Taken | Advance Payment Against Property | Advance Returned | Purchase of goods & services | Balance outstandin g | |
| Sun Eco Products | 31-03-21 | - | - | - | - | - | - | - | - | - | - | - | |
| | 31-03-20 | - | - | - | - | - | - | - | - | - | - | - | |
| | 01-04-19 | - | - | - | - | - | - | - | - | - | 1,164,897 | 48,497 | |
| VKM Enterprises | 31-03-21 | - | - | - | - | - | - | - | - | - | 2,200,822 | 1,011,559 | |
| | 31-03-20 | - | - | - | - | - | - | - | - | - | 4,579,823 | 665336 | |
| | 01-04-19 | - | - | - | - | - | - | - | - | - | 70,73,755 | 21,88,210 | |
| Environtech Landscape And Developers | 31-03-21 | - | - | - | - | - | - | - | - | - | - | - | |
| | 31-03-20 | - | - | - | - | - | - | - | - | - | 42,880 | 42,880 | |
| | 01-04-19 | - | - | - | - | - | - | - | - | - | - | - | |
| KhatodConstructio n | 31-03-21 | - | - | - | - | - | - | - | - | - | 2,520,000 | 182,400 | |
| | 31-03-20 | - | - | - | - | - | - | - | - | - | 1,943,000 | 199,600 | |
| | 01-04-19 | - | - | - | - | - | - | - | - | - | 25,37,732 | 64,599 | |
| Ajit D. Jain | 31-03-21 | 3,500,000 | - | - | 3,700,000 | - | - | - | - | - | - | 5,600,000 | |
| | 31-03-20 | 3,000,000 | - | - | - | - | - | - | 610000 | 610000 | - | 530000 | |
| | 01-04-19 | 3,000,000 | - | - | - | - | - | - | - | - | - | 230,000 | |
| Shashi Ajit Jain | 31-03-21 | 630,000 | - | - | 2,900,000 | - | 200,000 | - | - | - | - | 3,138,000 | |
| | 31-03-20 | 720,000 | - | - | - | - | - | - | 887500 | 887500 | - | 322000 | |
| | 01-04-19 | 780,000 | - | - | 1,200,000 | - | - | 1,200,000 | - | - | - | 614,000 | |
| Aakruti A. Jain | 31-03-21 | 350,000 | - | - | 1,490,000 | - | - | - | - | - | - | 2,382,000 | |
| | 31-03-20 | 450,000 | - | - | 780,000 | - | - | - | 220000 | 220000 | - | 825000 | |
| | 01-04-19 | 360,000 | - | - | 180,000 | - | - | 180,000 | - | - | - | 28,000 | |
| Ishwar M. Patil | 31-03-21 | - | 462,667 | - | - | - | - | - | - | - | - | 74,368 | |
| | 31-03-20 | - | 480,000 | - | - | 21,000 | 21,000 | - | - | - | - | 40000 | |
| | 01-04-19 | - | 4,33,331 | - | - | 33,000 | 44,000 | - | - | - | - | 12,680 | |
| Manthan Shah | 31-03-21 | - | 373,333 | - | - | - | - | - | - | - | - | 60,928 | |
| | 31-03-20 | - | 384,000 | - | - | - | - | - | - | - | - | 32000 | |
| | 01-04-19 | - | 3,35,000 | - | - | - | - | - | - | - | - | 30,464 | |

| | | | | | | | | | | | | |
|------------------|----------|---|---|--------|---|---|---|---|---|---|---|---------|
| Ajit D. Jain HUF | 31-03-21 | - | - | 84,000 | - | - | - | - | - | - | - | 140,000 |
| - | 31-03-20 | - | - | 84,000 | - | - | - | - | - | - | - | 56000 |
| | 01-04-19 | - | - | 84,000 | - | - | - | - | - | - | - | 21,000 |

NOTE- 33 DISCLOSURE IN PURSUANT TO IND AS 19 DEFINED BENEFIT EMPLOYEE:

| (I) AMOUNT RECOGNISED IN THE BALANCE SHEET | As at 31-03-2021 (Amount In Rs.) | As at 31-03-2020 (Amount In Rs.) |
|--|---|---|
| Present Value of Defined Benefit Obligation – Unfunded | 805,775 | 1,078,403 |
| Present Value of Defined Benefit Obligation – funded | - | - |
| Fair Value of Plan Assets | - | - |
| Unrecognized Past Service Cost | - | - |
| Unrecognized Transition Liability | - | - |
| Net Liability recognized in Balance Sheet | 805,775 | 1,078,403 |

| (II) AMOUNT RECOGNISED IN THE STATEMENT OF PROFIT & LOSS | As at 31-03-2021 (Amount In Rs.) | As at 31-03-2020 (Amount In Rs.) |
|---|---|---|
| Current Service cost | 209,012 | 314,488 |
| Interest Cost | 51,316 | 52,507 |
| Present value of Defined Benefit Obligation for previous years booked during the current year | - | - |
| Actuarial Losses / (Gains) | (244,025) | (60,760) |
| Past Service Cost | - | - |
| Expenses deducted from fund | - | - |
| Net amount recognised in the Statement of Profit & Loss | 16,303 | 306,235 |

| (III) RECONCILIATION OF OPENING AND CLOSING BALANCES OF THE PRESENT VALUE OF THE DEFINED BENEFIT OBLIGATION | As at 31-03-2021 (Amount In Rs.) | As at 31-03-2020 (Amount In Rs.) |
|--|---|---|
| Present value of Defined Benefit Obligation at the beginning of the year | 789,472 | 772,168 |
| Present value of Defined Benefit Obligation for previous years booked during the current year | - | - |
| Current Service Cost | 209,012 | 314,488 |
| Past Service Cost | - | - |
| Interest Cost | 51,316 | 52,507 |
| Benefit Paid | - | (10,000) |
| Actuarial Losses / (Gains) | (244,025) | (60,760) |
| Present value of Defined Benefit Obligation at the end of the year | 805,775 | 1,068,403 |

(IV) ACTUARIAL ASSUMPTION:

We have used actuarial assumptions selected by the Company. The Company has been advised that the assumptions selected should be unbiased and mutually compatible and should reflect the Company's best estimate of the variables of the future. The Company has also been advised to consider the requirements of Para 144 of Ind AS19 in this regard.

(i) Financial Assumptions:

The principal financial assumptions used in the valuation are shown in the table below:

| Particulars | As at 31-03-2021 (Amount In Rs.) | As at 31-03-2020 (Amount In Rs.) |
|----------------------------------|---|---|
| Discount Rate | 6.80% | 6.80% |
| Expected Rate of Salary Increase | 7.00% | 7.00% |
| Attrition Rate | 5% at younger ages and reducing to 1% at older ages according to gradated scale | 5% at younger ages and reducing to 1% at older ages according to gradated scale |
| Mortality Post-Retirement | Indian Assured Lives Mortality (2006-08) Ult. | Indian Assured Lives Mortality (2006-08) Ult. |

The discount rate indicated above reflects the estimated timing and currency of benefit payments. It is based on the yields/ rates available on applicable bonds as on the current valuation date.

The salary growth rate indicated above is the Company's best estimate of an increase in salary of the employees in future years, determined considering the general trend in inflation, seniority, promotions, past experience and other relevant factors such as demand and supply in employment market, etc.

(V) The company operates gratuity plan wherein employee is entitled to the benefit as per scheme of the company for each completed year of service. The same is payable on retirement or termination whichever is earlier. The benefit vests only after five years of continuous service.

(VI) Defined Benefit Plans- Leave Encashment

Company encashes leaves every year in the month. Necessary provision has been made in the books.

(VII) Defined Contribution Plans:

| AMOUNT RECOGNISED IN THE STATEMENT OF PROFIT AND LOSS | As at 31-03-2021 (Amount In Rs.) | As at 31-03-2020 (Amount In Rs.) |
|---|-------------------------------------|-------------------------------------|
| (i) Provident fund paid to the authorities | 416,629 | 458,803 |
| Total | 416,629 | 458,803 |

NOTE-34 Disclosure in terms of Ind AS 115 - Revenue from Contracts with Customers:

a) Reconciliation of contracted price with revenue during the year –

| Particulars | March 31, 2021 | March 31,2020 |
|---|-------------------|------------------|
| Opening contracted price of orders as at start of the year [1] | 560,037,274 | 988,162,858 |
| Add: | | |
| Fresh orders/change orders received (net) | 320,861,009 | 78,296,835 |
| Less: | | |
| Orders completed during the year | 378,065,816 | 506,422,419 |
| Closing contracted price of orders as at the end of the year[1] | 502,832,467 | 560,037,274 |
| Total Revenue recognised during the year: | 149,838,829 | 283,402,090 |
| a. Revenue out of orders completed during the year | 20,584,952 | 23,707,763 |

| | | |
|--|-------------|-------------|
| b. Revenue out of orders under execution at the end of the year (I) | 129,253,877 | 259,694,327 |
| Revenue recognised upto previous year (from orders pending completion at the end of the year) (II) | 68,297,890 | 160,449,872 |
| Increase/(decrease) due to exchange rate movements (III) | - | - |
| Balance revenue to be recognised in future viz. Order book (IV) | 305,218,723 | 134,270,939 |
| Closing contracted price of orders as at the end of the year[1] (I+II+III+IV) | 502,770,490 | 554,415,138 |
| Closing contracted price of orders as at the end of the year - Continuing operations | 502,832,467 | 560,037,274 |
| Closing contracted price of orders as at the end of the year - Discontinued operations | (61,977) | (5,622,136) |

b) Outstanding performance and Time for its expected conversion to Revenue:

| Outstanding performance | Total | Time for expected conversion to Revenue | |
|-------------------------|------------|---|------------------|
| | | Upto 1 year | More than 1 year |
| As at 31-3-2021 | 41,170,961 | 41,170,961 | 0 |
| As at 31-3-2020 | 27,148,145 | 27,148,145 | 0 |

NOTE-35 SEGMENT REPORTING:

The Company is mainly engaged in the business of Construction of residential buildings/commercial complexes and activities connected and incidental thereto. On that basis, the Company has only one reportable business segment – Construction, the results of which are embodied in the financial statements. The Company operates in only one geographical segment—within India.

NOTE-36 FINANCIAL RISK MANAGEMENT

Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Managing Board. Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument.

The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments

Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings

(i) **Equity Price Risk**

The company's investment portfolio consists of investments in publicly traded companies, quoted instruments carried at fair value in the balance sheet

(ii) **Credit risk**

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To

manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly

The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information such as : (i) Actual or expected significant adverse changes in business, (ii) Actual or expected significant changes in the operating results of the counterparty, (ii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations

Exposure to credit risk

| Particulars | (Amount In Rs.) | | |
|---|-----------------|----------------|---------------|
| | March 31, 2021 | March 31, 2020 | April 1, 2019 |
| Security Deposits , unsecured and considered good | 1,123,091 | 1,079,791 | 1,969,791 |
| Loans to employees | 1,009,500 | 186,000 | 79,500 |
| Trade Receivables | 65,230,760 | 75,511,055 | 99,324,410 |
| Cash and Cash Equivalents | 575,862 | 6,135,911 | 2,123,378 |

(iii) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price.

The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management.

In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

NOTE -37RECONCILIATION:

The following reconciliation provide a quantification of the effect of significant differences arising as a result of transition from Previous GAAP to IndAS in accordance with Ind AS 101:

- i) Equity as at 1st April, 2019
- ii) Equity as at 31st March, 2020
- iii) Total comprehensive income for the year ended 31st March, 2020

(i) Reconciliation of Equity as at 1st April, 2019

| Particulars | | Reference Explanation | Previous GAAP as at 1.04.2019 | IND AS impact | Ind AS as at 01.04.2019 |
|-------------------------------|---|-----------------------|-------------------------------|---------------|-------------------------|
| ASSETS | | | | | |
| 1 | Non-current assets | | | | |
| | (a) Property, plant and equipment | | 35,693,423 | | 35,693,423 |
| | (b) Capital work-in-progress | | | | 0 |
| | (c) Other intangible assets | | | | |
| | (d) Financial assets | | | | |
| | (i) Investments | | | | |
| | (ii) Other financial assets | | 806,000 | | 806,000 |
| | (e) Deferred tax assets (net) | | 1,921,882 | | 1,921,882 |
| | (f) Other non-current assets | A | 14,455,465 | 15,057 | 14,470,522 |
| | Sub-total - Non-Current Assets | | 52,876,770 | 15,057 | 52,891,827 |
| 2 | Current assets | | | | |
| | (a) Inventories | | 58,552,477 | | 58,552,477 |
| | (b) Financial assets | | | | |
| | (i) Investments | | 65,372 | | 65,372 |
| | (ii) Trade receivables | | 99,324,410 | | 99,324,410 |
| | (iii) Cash and cash equivalents | | 2,123,378 | | 2,123,378 |
| | (iv) Bank balances other than Cash and Cash equivalents above | | 6,311,385 | | 6,311,385 |
| | (c) Other financial assets | | 7,004,072 | | 7,004,072 |
| | (d) Other current assets | | 29,549,112 | | 29,549,112 |
| | (e) Assets classified as held for sale | B | 700,750 | (11106) | 689,644 |
| | Sub-total - Current Assets | | 203,630,955 | 3951 | 203,619,849 |
| | TOTAL - ASSETS | | 256,507,725 | | 256,511,675 |
| EQUITY AND LIABILITIES | | | | | |
| I | Equity | | | | |
| | (a) Equity Share capital | | 103,440,000 | | 103,440,000 |
| | (b) Other equity | C | 16,012,973 | 3951 | 16,016,924 |
| | Sub-total - Shareholders' funds | | 119,456,924 | | 119,456,924 |
| II | LIABILITIES | | | | |
| | 1. Non-current liabilities | | | | |
| | (a) Financial liabilities | | | | |
| | (b) Other financial liabilities | | | | |

| | | | | |
|---|--|---------------------|--|---------------------|
| (c) Loans | | 2,335,976.00 | | 2,335,976.00 |
| (d) Provisions | | 757,971.00 | | 757,971.00 |
| (e) Income tax liabilities (net) | | | | |
| (f) Other non-current liabilities | | | | |
| Sub-total - Non-current liabilities | | 3,093,947.00 | | 3,093,947.00 |
| 2. Current liabilities | | | | |
| (a) Financial liabilities | | | | |
| (i) Borrowing | | 43,981,538 | | 43,981,538 |
| (ii) Trade payables | | | | |
| (I) Total Outstanding dues to Micro, Small and Medium Enterprises | | 1,091,909 | | 1,091,909 |
| (II) Total Outstanding dues Other Than to Micro, Small and Medium Enterprises | | 77,696,996 | | 77,696,996 |
| (b) Other current liabilities | | 9,674,925 | | 9,674,925 |
| (c) Provisions | | 1,515,437 | | 1,515,437 |
| (d) Current tax liabilities (net) | | | | |
| Sub-total - Current liabilities | | 133,960,804 | | 133,960,804 |
| TOTAL - EQUITY AND LIABILITIES | | 256,511,675 | | 256,511,675 |

Explanations for reconciliation of Balance sheet as previously reported under previous GAAP to Ind AS

- A. Unamortized Amount of Loan Processing Fees which to be amortized in the life of loan is Shown as a non-Current Assets.
- B. Depreciation Provided on Investment Property as per the applicable rate.

C. Equity Reconciliation

| | |
|-------------------------------------|-----------------|
| Equity under previous GAAP | |
| Ind AS Impact of : | 16,012,973 |
| Unamortized Loan Processing Fees | 15057 |
| Depreciation on Investment Property | (11106) |
| Total | 3951 |
| Equity under Ind AS | 16016924 |

(ii) Reconciliation of Equity as at 31st March 2020

| Particulars | Reference Explanation | Previous GAAP as at 31.03.2020 | Ind AS Impact | Ind AS as at 31.03.2020 |
|---------------------------------------|-----------------------|--------------------------------|---------------|-------------------------|
| ASSETS | | | | |
| 1 Non-current assets | | | | |
| (a) Property, plant and equipment | | 47,228,806 | | 47,228,806 |
| (b) Capital work-in-progress | | 10,451,930 | | 10,451,930 |
| (c) Other intangible assets | | | | |
| (d) Financial assets | | | | |
| (i) Investments | | | | |
| (ii) Other financial assets | | 806,000 | | 806,000 |
| (e) Deferred tax assets (net) | A | 3,980,843 | (20084) | 3,960,759 |
| (f) Other non-current assets | B | 10,207,316 | 41843 | 10,249,159 |
| Sub-total - Non-Current Assets | | 72,674,895 | 21759 | 72,696,654 |

| | | | | | |
|-----------|---|---|----------------------|----------------|----------------------|
| 2 | Current assets | | | | |
| | (a) Inventories | | 83,542,923 | | 83,542,923 |
| | (b) Financial assets | | | | |
| | (i) Investments | | 65,372 | | 65,372 |
| | (ii) Trade receivables | C | 75,521,355 | (10300) | 75,511,055 |
| | (iii) Cash and cash equivalents | | 6,135,911 | | 6,135,911 |
| | (iv) Bank balances other than Cash and Cash equivalents above | | 8,747,894 | | 8,747,894 |
| | (c) Other financial assets | | 13,275,817 | | 13,275,817 |
| | (d) Other current assets | | 27,197,298 | | 27,197,298 |
| | (e) Assets classified as held for sale | D | 700,750 | (11,106) | 689,644 |
| | Sub-total - Current Assets | | 215,187,319 | (21406) | 215,165,913 |
| | TOTAL - ASSETS | | 287,862,567 | 353 | 287,862,567 |
| | EQUITY AND LIABILITIES | | | | |
| I | Equity | | | | |
| | (a) Equity Share capital | | 103,440,000 | | 103,440,000 |
| | (b) Other equity | E | 9,333,876 | 353 | 9,333,876 |
| | Sub-total - Shareholders' funds | | 112,773,876 | | 112,773,876 |
| II | LIABILITIES | | | | |
| | 1. Non-current liabilities | | | | |
| | (a) Financial liabilities | | | | |
| | (b) Other financial liabilities | | | | |
| | (c) Loans | | 13,538,467.31 | | 13,538,467.31 |
| | (d) Provisions | | 1,058,575.00 | | 1,058,575.00 |
| | (e) Income tax liabilities (net) | | | | |
| | (f) Other non-current liabilities | | | | |
| | Sub-total - Non-current liabilities | | 14,597,042.31 | | 14,597,042.31 |
| | 2. Current liabilities | | | | |
| | (a) Financial liabilities | | | | |
| | (i) Borrowing | | 44,307,698 | | 44,307,698 |
| | (ii) Trade payables | | | | |
| | (I) Total Outstanding dues to Micro, Small and Medium Enterprises | | 1,412,578 | | 1,412,578 |
| | (II) Total Outstanding dues Other Than to Micro, Small and Medium Enterprises | | 100,917,915 | | 100,917,915 |
| | (b) Other current liabilities | | 13,553,289 | | 13,553,289 |
| | (c) Provisions | | 300,170 | | 300,170 |
| | (d) Current tax liabilities (net) | | - | | - |
| | Sub-total - Current liabilities | | 160,491,649 | | 160,491,649 |
| | TOTAL - EQUITY AND LIABILITIES | | 287,862,568 | | 287,862,568 |

Explanations for reconciliation of Balance sheet as previously reported under previous GAAP to Ind AS

- The additional Deferred Tax Liability / Asset has also been recognised due to different accounting treatment in respect of certain items as per Ind AS
- Unamortized Amount of Loan Processing Fees which to be amortized in the life of loan is Shown as a non-Current Assets
- Under Ind As all the assets are recognized at Fair Value of the consideration received or receivable, resulting in

discounting and/ or revenue recognition of Interest

D. Depreciation Provided on Investment Property as per the applicable rate

E. Equity Reconciliation

| | | |
|---|--|------------------|
| Equity under previous GAAP | | 9333523 |
| Ind AS Impact of : | | |
| Deferred Debtors | | (10,300) |
| Unamortized Loan Processing Fees | | 41,843 |
| Depreciation on Investment Property | | (11,106) |
| Creation of Deferred tax asset on IndAS Adjustments | | (20,084) |
| Total | | 353 |
| Equity under Ind AS | | 9,333,876 |

(iii) Total comprehensive income for the year ended 31st March, 2020

| S.No. | Particulars | Reference Explanation | Previous GAAP 2019-2020 | Ind AS Impact | Ind AS 2019-2020 |
|-----------|---|-----------------------|-------------------------|----------------|--------------------|
| 1 | Revenue | | | | |
| | a) Revenue from operation | A | 286,770,195 | (12420) | 286,757,775 |
| | b) Other income | A | 639,653 | 2120 | 641,773 |
| | Total Revenue (a+b) | | 287,409,848 | (10300) | 287,399,548 |
| 2 | Expenses | | | | |
| | a) Cost of material consumed | | 153,534,023 | | 153,534,023 |
| | b) Employee benefits expenses | B | 32,099,729 | 60760 | 32,160,489 |
| | c) Finance costs | C | 4,923,547 | (26786) | 4,896,761 |
| | d) Depreciation and amortization expenses | | 8,443,737 | | 8,443,737 |
| | e) Other expenses | | 96,523,697 | | 96,523,697 |
| | Total Expenses | | 295,524,733 | 33975 | 295,558,707 |
| 3 | Profit/(Loss) from ordinary activities before Exception Item and tax (1-2) | | (8,114,885) | 44274 | (8,159,159) |
| 4 | Exceptional Items | | - | - | - |
| 5 | Profit/(Loss) before tax (3-4) | | (8,114,885) | 44274 | (8,159,159) |
| 6 | Total Tax expense: | | | | |
| | Current tax | | - | - | - |
| | Deferred tax credit | D | 2,058,961 | (4286) | 2,054,675 |
| 7 | Net Profit/(Loss) from the period (5-6) | | (6,055,924) | 48560 | (6,104,484) |
| 8 | Other comprehensive income | | | | |
| | Items that will not be reclassified to profit or loss | | - | - | - |
| | Remeasurment of defined benefit scheme (net off tax) | B | | 44,962 | 44,962 |
| 9 | Total other comprehensive income | | | 44,962 | 44,962 |
| 10 | Total comprehensive income (7+9) | | (6,055,924) | 3598 | (6,059,522) |
| 11 | Earnings per equity share (EPS) | | | | |
| | (i) Basic | | (0.59) | | (0.59) |
| | (ii) Diluted | | (0.59) | | (0.59) |

Explanations for reconciliation of Total Comprehensive Income as previously reported under Previous GAAP to Ind AS.

- A. Under Ind As all the assets are recognized at Fair Value of the consideration received or receivable, resulting in discounting and/ or revenue recognition of Interest.
- B. Under previous GAAP, actuarial gains and losses were recognized in the statement of profit and loss. Under Ind As\S, the actuarial gains and losses form part of remeasurement of the net defined liability/asset, which is recognized in other comprehensive income. Consequently, the tax effect of the same has also been recognized in other comprehensive income under Ind AS instead of the statement of profit and loss.
- C. Loan Processing Fees Amortized over the period of Loan
- D. The additional Deferred Tax Liability / Asset has also been recognized due to different accounting treatment

in respect of certain items as per Ind AS

(A) Total Comprehensive Income Reconciliation

| | Other income | Other comprehensive income | Employee benefit expense | Finance costs | Deferred Tax | Total Comprehensive income |
|--|----------------|----------------------------|--------------------------|---------------|---------------|----------------------------|
| Total Comprehensive Income In Accordance With Previous GAAP (6,055,924) | | | | | | |
| Interest Income on debtors | (10300) | | | | | (10300) |
| Actuarial gain reclassified to other comprehensive income | | | (60760) | | | (60760) |
| Re-measurement losses on def | | 44962 | | | | 44962 |
| Borrowings measured at amortised cost | | | | 26786 | | 26786 |
| Deferred Tax | | | | | (4286) | (4286) |
| TOTAL | (10300) | 44962 | (60760) | 26786 | (4286) | (6,059,522) |

Previous year figures have been reclassified / regrouped/ recast, wherever necessary

As per our report of even date attached.

For NPV & ASSOCIATES

Chartered Accountants

FRN. 129408W

Sd/-

Milan Chitalia

PARTNER

M. NO: 112275

UDIN: 21112275AAAADB4463

PLACE : Mumbai

DATE : 30/06/2021

**For and on behalf of the Board,
ShashijitInfraprojects Ltd.**

Sd/-

AJIT D. JAIN

(Managing Director)

DIN NO.: 01846992

Sd/-

ISHWAR M .PATIL

(Chief Financial Officer)

PLACE : Vapi

DATE : 30/06/2021

Sd/-

SHASHI AJIT JAIN

(Whole time Director)

DIN NO.: 01847023

Sd/-

MANTHAN D. SHAH

(Company Secretary)

PLACE : Vapi

DATE : 30/06/2021

DATE: 25TH AUGUST, 2021

TIME: 01:30 PM



Regi. Office Address: Plot No. 209, Shop No. 23, 2nd Floor, Girnar Khushboo Plaza,
GIDC, Vapi-396195, Gujarat, India.

Phone: +91260-2432963, +917878660609

E-Mail: info@shashijitinfraprojects.com

Website: www.shashijitinfraprojects.com