



DIAMANT INFRASTRUCTURE LIMITED

37th Annual Report 2016-17

REGISTERED OFFICE

Gotmare Complex, Block-B, 1st Floor, North Bazar Road,
Dharpeth Ext., NAGPUR-440010.

Tel.: +91 712 6610222 Fax : +91 712 6641261

BOARD OF DIRECTORS

Shri Naresh Saboo (DIN 00297916)	- Chairman cum Managing Director
Mohd Israil Haji Mohd Hanif Sheikh (DIN 01686777)	- Director
Shri Kamlesh Prasad (DIN 00216195)	- Whole Time Director
Miss Reenal Jigar Kamdar (DIN 07143495)	- Independent Director
Shri Balkishan Bang (DIN 07531679)	- Independent Director

BANKERS

Union Bank of India

AUDITORS

Pilla Mathur Manuja & Co
Chartered Accountants, Nagpur

SECURETARIAL AUDITORS

Manoj Agrawal & Associates
Company Secretaries, Nagpur

REGISTERED OFFICE

Gotmare Complex, Block - B,
1st Floor, North Bazar Road,
Dharampeth Extension,
Nagpur- 440 010
CIN No. : L26994MH2003PLC143264
Tel No.:(0712) 6610222
Fax No.:(0712) 6641261
Email : diamant123@gmail.com
Web : www.diamantinfra.com

REGISTRAR & TRANSFER AGENT

Purva Sharegistry (I) Pvt. Ltd.
9, Shiv Shakti Industrial Estate,
J.R. Boricha Marg,
Opp. Kasturba Hospital,
Lower Parel (E),
Mumbai- 400 011.
Tele : (022) 23016761
Email : busicomp@vsnl.com
Web : www.purvashare.com

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DIAMANT INFRASTRUCTURE LIMITED

NOTICE

Notice is hereby given that the 37th Annual General Meeting of the Members of Diamant Infrastructure Limited will be held at "Gotmare Complex, Block-B, 1st Floor, North Bazaar Road, Dharampeth Extension, Nagpur- 440 010" on, Saturday, September, 30, 2017 at 10.00 a.m. to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Standalone and Consolidated Financial Statements of the Company for the financial year ended as at March 31, 2017 and the Reports of the Board of Directors and the Auditors thereon for the said year.
2. To appoint a director in place of Ms. Reenal Jigar Kamdar, Non Executive & Independent Director (DIN: 07143495), who retires by rotation and being eligible, offers herself for re-appointment.
3. To consider and if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution :
"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Company hereby ratifies the appointment of Pilla Mathur Manuja & Co, Chartered Accountants, (Registration No.:103523W/W00048) as Statutory Auditor of the Company, to hold office from the conclusion of this Annual General Meeting until the till the Conclusion of 38th Annual General Meeting to be held during calendar year 2019 (F.Y 2018-19) at such remuneration as applicable and reimbursement of out-of pocket expenses in connection with the audit as the Board of Directors may fix in this behalf."

SPECIAL BUSINESS :

4. To consider and if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution.
"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the rules made thereunder, read with Schedule V to the Act including any statutory modification(s) or re-enactment(s) thereof for the time being in force and subject to such other approval(s), permission(s) and / or sanction (s) as may be necessary, the consent and approval of the Company be and is hereby accorded to the reappointment of and remuneration payable to Mr. Naresh S Saboo (DIN:00297916), the Managing Director of the Company and Chief Financial Officer (CFO) for a period of further Three (3) years with effect from September 30, 2017, as set out below

Overall remuneration

The aggregate of salary, perquisites and other allowances in any financial year shall be governed by the provisions of Part II of Schedule V to the Companies Act, 2013.

Minimum remuneration

In the event of loss or inadequacy of profits, in any financial year, during the currency of tenure of service of Managing Director cum Chief Financial Officer (CFO), the payment of remuneration shall be governed by the limits prescribed under Schedule V to the Companies Act, 2013.

5. To consider and if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution.
"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the rules made thereunder, read with Schedule V to the Act including any statutory modification(s) or re-enactment(s) thereof for the time being in force and subject to such other approval(s), permission(s) and / or sanction (s) as may be necessary, the consent and approval of the Company be and is hereby accorded to the reappointment of and remuneration payable to Mr. Kamlesh Prasad (DIN:02608184), the Whole-time Director of the Company for a period of further Three (3) years with effect from September 30, 2017, as set out below

Overall remuneration

The aggregate of salary, perquisites and other allowances in any financial year shall be governed by the provisions of Part II of Schedule V to the Companies Act, 2013.

Minimum remuneration

In the event of loss or inadequacy of profits, in any financial year, during the currency of tenure of service of Whole-time Director, the payment of remuneration shall be governed by the limits prescribed under Schedule V to the Companies Act, 2013.

6. To consider and if thought fit, to pass the following resolution with or without modification as an Special Resolution.

“RESOLVED THAT pursuant to section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, consent of the Company be and is hereby accorded for selling, leasing, mortgaging and/or charging or otherwise disposing of movable and/or immovable properties of the company, both present and future, including the whole or substantially the whole of the undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings by the Board and/or duly authorised committee thereof (hereinafter referred as 'Board') in favour of the lender(s), agent(s), trustee(s) for securing the borrowings of the company or any other entity availed/to be availed by way of loan(s) in foreign currency and/or rupee currency or other debt instrument, issued/to be issued by the company or any other entity from time to time, subject to the limits approved under section 180(1)(c) of the Companies Act, 2013 together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premia on pre-payment, remuneration of agent(s), trustees, premium, (if any), on redemption all other costs, charges and expenses including any increase as a result of devaluation/revaluation/in the rates of exchange and all other monies payable by the company in terms of loan agreement(s), heads of agreement(s) debenture trust deed or any other document entered into/to be entered into between the company and the lender(s)/agent(s)/trustees, in respect of the said loans/borrowings/debentures and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board of directors or committee thereof and the lender(s) agent(s)/trustees;

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the Board of Directors or Committee or persons authorized by the Board be and are hereby authorized to finalize and execute any and all agreements and documents, necessary for creating mortgage and / or charges as aforesaid and to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, proper or desirable and to resolve any question, difficulty or doubt relating thereto, or otherwise considered to be in the best interest of the Company

7. To consider and, if thought fit, to pass, with or without modification(s), the following as a Special Resolution

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to enter into the related party transactions by the Company with the respective related parties and for the maximum amounts per annum, as mentioned herein below:



DIAMANT INFRASTRUCTURE LIMITED

No.	Nature of Transactions as per section 188 of the Companies Act, 2013	Name of the Director/KMP who is related and nature of their relationship	Name of the Related Party	Amount	
				Receipts	Payment
1	Sale of Investment under section 180 in FY 2017-18	Mr Naresh Saboo, Managing Director, is a common director and promoters carry shareholding interest	Saboo Capital & Securiteis Pvt Ltd.	600.00 Lacs (Maximum limit F.Y. 2017-18)	
2	Rent		Naresh Saboo and Madhu Saboo	-----	1.80 Lacs
3	Director Remuneration		Naresh Saboo	-----	3.00 Lacs
4	Unsecured Loan		Saboo Capital & Securites Pvt. Ltd.	111.80 Lacs	105.90 Lacs
5	Unsecured Loan		Naresh Saboo	217.00 Lacs	217.00 Lacs

No.	Nature of Transactions as per section 188 of the Companies Act, 2013	Name of the Director/KMP who is related and nature of their relationship	Name of the Related Party	Amount	
				Receipts	Payment
1	Remuneration to Relative	Mr Kamlesh Prasad Whole Time Director,	Rakesh Prasad	-----	1.80 Lacs

No.	Nature of Transactions as per section 188 of the Companies Act, 2013	Name of the Director/KMP who is related and nature of their relationship	Name of the Related Party	Amount	
				Receipts	Payment
1	Rent	Mr Israil Sheikh, Director		-----	.60 Lacs

“RESOLVED FURTHER THAT the Board of Directors of the Company and/or a Committee thereof, be and is hereby, authorized to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company.”

Registered Office:

Gotmare Complex,
Block-B, 1st Floor, North Bazaar Road,
Dharampeth Extension,
Nagpur- 440 010
Dated: 26th August, 2017

By Order of the Board

Sd/-
Naresh Saboo
Managing Director
DIN : 00297916

NOTES :

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HER SELF AND SUCH PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE COMPANY'S REGISTERED OFFICE AT GOTMARE COMPLEX, BLOCK-B, 1ST FLOOR, NORTH BAZAAR ROAD, DHARAMPETH EXTENTION, NAGPUR - 440 010 NOT LESS THAN FORTY EIGHT HOURS BEFORE THE MEETING.

1. A statement of material facts pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business if any, set out in the notice and the relevant details pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are annexed hereto.
2. Corporate members intending to send their authorised representatives to attend the Annual General Meeting are requested to send to the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
3. Brief resume of the directors seeking appointment / reappointment and other details as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards are annexed hereto.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 22nd September, 2017 to 25th September, 2017 (both days inclusive) for annual closing.
5. Members who are holding shares in physical form are requested to intimate immediately their change of address / change of bank account, if any, to Registrar & Share Transfer Agent (RTA) quoting reference of the Registered Folio Number. Members who are holding shares in dematerialized form are requested to intimate immediately their change of address / change of bank account, if any, to their respective Depository Participant.
6. In terms of circulars issued by Securities and Exchange Board of India (SEBI), it is now mandatory to furnish a copy of PAN Card to the Company or its RTA in the following cases viz. Transfer of shares, Deletion of name, Transmission of shares and Transposition of shares held in Physical form. Shareholders are requested to furnish copy of PAN card for all above mentioned transactions.
7. Electronic copy of the Annual Report for 2017 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2017 is sent in the permitted mode.
8. The members who have not yet registered their email address are requested to register / update their email address in respect of equity shares held by them in demat form with their respective DP's and in the case of physical form with the RTA.
9. Members are advised to submit their National Electronic Clearing Service/Electronic Clearing Service (NECS/ECS) mandate in the form (given elsewhere in the Annual Report) duly filled in and signed, to enable the Company to make remittance by means of NECS/ECS.
10. Members are requested to notify immediately any change in their address to the share transfer agent M/S Purva Share registry (India) Pvt. Ltd., 9, Shiv Shakti Industrial Estate , Sitaram Mills Compound, J. R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel (East) Mumbai-400 011.
11. Members who have multiple accounts in identical names or joint accounts in the same order are requested to send all the Share Certificate(s) to the Company's registered office for consolidation of all such shareholdings into one account to facilitate better service.
12. Members may please bring the Admission Slip duly filled in and may hand over the same at the entrance to the Meeting Hall and is/are requested to bring the copy of the Annual Report sent to them.
13. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their questions in writing to the Board of Directors of the Company at least 7 days before the date of the Meeting so that the information required may be made available at the Meeting.



14. VOTING THROUGH ELECTRONIC MEANS :

- a. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide the members with the facility to exercise their right to vote on the AGM subjects, by electronic means and the business may be transacted through the e-voting services provided by National Securities Depository Limited (NSDL).
- b. The facility for voting, either through electronic voting system or polling paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
- c. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again. If a member voted in both modes, the voting by remote e-voting is only valid.
- d. The facility for remote e-voting commences on 26th September 2017 (9.00 a.m.) and ends on 28th September 2017 (5.00 p.m.) the date preceding the date of the AGM. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2017 may opt for remote e-voting. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently or cast the vote again.
- e. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the notice and holding shares on the cut-off date i.e. 23rd September, 2017 may obtain the login ID and password by sending a request to "e-voting@nsdl.co.in".
- f. Mr. Manoj Agrawal, of M/s. Manoj Agrawal & Associates, Company Secretaries, has been appointed as the Scrutinizer to scrutinize the voting by electronic means or ballot or polling paper, in a fair and transparent manner.
- g. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than 48 hours of conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him who shall countersign the same.
- h. The Chairman or a person authorised by him shall declare the result of the voting forthwith. The results declared along with the Scrutinizer's report shall be placed on the Company's website **www.diamantinfra.com** after the result is declared by the Chairman or person authorised by him, shall be simultaneously communicated to the Stock Exchanges and Depositories.
- i. **Members are requested to read the instructions given below :**
- A. **For members who receive notice of Annual General Meeting through E-mail :**
Open E-Mail and open PDF file viz: "Diamant E-Voting. pdf" with your Client ID or Folio Number as password. The said PDF file contains your user ID and password for E-Voting. Please note that the password is an initial password.

Open your web browser during the voting period and log on to the e-voting website <https://www.evoting.nsdl.com>.

Click on "Shareholders" tab to cast your vote.

Enter your user ID and password as initial password noted above. Click LOGIN.

Password change menu appears. Change the initial password with new password of your choice. The new password has to be minimum eight digits / characters or combination thereof. Kindly note that this password is to be used by the holders for voting for resolution of any other Company on which they are eligible to vote, provided that such Company opts for E-Voting through NSDL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

Home-page of "E-Voting" opens. Click on "E-Voting" Active Voting Cycles.

Select "EVEN" of Diamant Infrastructure Limited.

Now you are ready for "E-Voting" as "Cast Vote" page opens.

Then cast your vote by selecting appropriate options and click on "SUBMIT" and also "CONFIRM" when prompted. Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.

Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at diamant123@gmail.com or manojcs03@gmail.com with a copy marked to evoting@nsdl.co.in

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com

If you are holding shares and had logged on to www.evoting.nsdl.com and casted your vote earlier for EVEN of any other company, then your earlier login id and password are to be used.

For members who receive the notice of Annual General Meeting in Physical form

- i. Initial password is provided at the bottom of the Attendance Slip for the AGM: EVEN (E Voting Event Number), USER ID, PASSWORD / PIN.
- ii. Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- iii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the downloads section of www.evoting.nsdl.com OR contact NSDL at the following Telephone No: 022 24994600.
- iv. If you are already registered with NSDL for e-voting then you can use your existing user ID and password / PIN for casting your vote.
- v. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

In case of members acquiring shares after the dispatch of the notice:

Any person who acquires shares of the Company and becomes a member of the Company as on the cut-off date shall follow the above instructions to cast their vote through e-voting process.

15. VOTING AT THE VENUE OF THE AGM

In terms of Companies (Management and Administration) Amendment Rules, 2015 with respect to the voting through electronic means, the Company is pleased to offer the facility for voting by way of polling at the venue of the AGM. Members attending the meeting should note that those who are entitled to vote but have not exercised their right to vote by '**Remote e- voting**' may vote at the AGM through polling for all businesses specified in the Notice. Members who have exercised their right to vote by Remote e-voting may attend AGM but shall not vote at the AGM.

STATEMENT OF MATERIAL FACTS CONCERNING ITEMS OF SPECIAL BUSINESS

(Annexed to notice pursuant to Section 102 of the Companies Act, 2013)

Item No. 4

Mr. Naresh Saboo is a Managing Director of our Company. He has been associated with our Company since 2007 as joined as a Director. He was appointed as a Managing director of the Company in 2009. He has 25 years of experience in the industry as well as he is also Chartered Accountant. In view of this the Board of Directors is requesting your approval for the revise in the remuneration and designation of Mr. Naresh Saboo, Managing Director cum Chief Financial Officer.

None of the Directors are interested or concerned in this resolution.



DIAMANT INFRASTRUCTURE LIMITED

Item No. 5

Mr. Kamlesh Prasad is a Whole Time Director of our Company. He has been associated with our Company since 2007, having joined as a senior manager. He was appointed as a director of the Company in 2010. He has 15 years of experience in the industry. In view of this the Board of Directors is requesting your approval for the revise in the remuneration of Mr. Kamlesh Prasad, Whole-Time Director.

None of the Directors are interested or concerned in this resolution.

Item No. 6

The Company had earlier passed the Resolutions under the Companies Act, 2013 for borrowing money in excess of the aggregate of paid-up share capital of the Company and its free reserves and for creation of mortgage, charge, hypothecation, lien or sell of fixed assets and other encumbrances, if any, by the Company, as the Board may deem fit, on the assets of the Company, both present and future. The Company need to add this approval of members for sell of unused assets or investments for reduce debt of company and recover better return on unused assets or disposal of assets of the Company in any manner by the Company, approval of the shareholders need to be obtained by way of Special Resolution None of the Directors are interested or concerned in this resolution.

Item No. 7

Approval for entering into Related Party Transactions by the Company The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the related parties of the Company. The provisions of Section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, requires that for entering into any contract or arrangement as mentioned herein below with the related party, the Company must obtain prior approval of the Board of Directors and, prior approval of the shareholders by way of a Special Resolution must be obtained:

1. Sale, purchase or supply of any goods or materials;
2. Selling or otherwise disposing of, or buying, property of any kind;
3. Leasing of property of any kind;
4. Availing or rendering of any services;
5. Appointment of any agent for purchases or sale of goods, materials, services or property;
6. Such related party's appointment to any office or place of profit in the company, its subsidiary company or associate company and
7. Underwriting the subscription of any securities or derivatives thereof, of the Company.

In the light of provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the proposed transactions along with annual limit that your Company may enter into with the related parties (as defined under section 2(76) of the Companies Act, 2013)

As per section 188(1) (f) and 180 of the Companies Act, 2013, your Directors recommends the resolutions for your approval.

**By Order of Board
For Diamant infrastructure Limited
Sd/-
Naresh Saboo
Managing Director
DIN : 00297916**

**Place : Nagpur
Date : 26th August, 2017**

INFORMATION PURSUANT TO SS-2 OF SECRETARIAL STANDARDS ON GENERAL MEETING AND REGULATION 36(3) OF THE LISTING REGULATION REGARDING APPOINTMENT OR REAPPOINTMENT OF THE DIRECTORS AT THE FORTHCOMING ANNUAL GENERAL MEETING

Name of Director	Naresh Saboo
Category	Executive, Managing Director & Chief Financial Officers
Date of Birth	29.04.1964
Date of re-appointment	30.09.2017
Qualifications	Chartered Accountants
Brief Profile and Expertise in Specific functional Area	He is working with company as Managing Director last 9 years. He is looking after the all business of the company.
Chairman/ Member of committees of the Board of Companies of which he is a director	1
Directorship in Other Companies	6
Shareholding as on 31.03.2017	Nil
Last Remuneration Drawn	Rs.3.00 Lacs
Relationship with other Directors/KMP etc	He is father of CFO Ms. Riddhi Saboo (wef 30.05.2016 to 14.02.2017) and Mr. Yash Saboo(wef 14.02.2017 to 14.08.2017) .
Number of Meeting of Board attended during the year and other directorship etc	Please refer "Report on Corporate Governance" forming part of this Annual Report

Name of Director	Kamlesh Prasad
Category	Executive, whole Time Director
Date of Birth	09.02.1979
Date of re-appointment	30.09.2017
Qualifications	B. COM
Brief Profile and Expertise in Specific functional Area	He is Whole Time Director of the Company. He is looking after the Finance, Administration and procurement. He has been associated with the Company since 10 Years.
Chairman/ Member of committees of the Board of Companies of which he is a director	Nil
Directorship in Other Companies	Nil
Shareholding as on 31.03.2017	Nil
Last Remuneration Drawn	Rs. 1.20 Lac p.a.
Relationship with other Directors/KMP etc	Nil
Number of Meeting of Board attended during the year and other directorship etc	Please refer "Report on Corporate Governance" forming part of this Annual Report



DIAMANT INFRASTRUCTURE LIMITED

Name of Director	Reenal Kamdar
Category	Non-Executive, Independent Director
Date of Birth	04.08.1992
Date of re-appointment	30.09.2017
Qualifications	BBA
Brief Profile and Expertise in Specific functional Area	She is Non Executive Director of the Company. with the Company since 10 Years.
Chairman/ Member of committees of the Board of Companies of which he is a director	Nil
Directorship in Other Companies	Nil
Shareholding as on 31.03.2017	Nil
Last Remuneration Drawn	Nil
Relationship with other Directors/KMP etc	Nil
Number of Meeting of Board attended during the year and other directorship etc	Please refer "Report on Corporate Governance" forming part of this Annual Report

DIRECTOR'S REPORT

Your Directors are pleased to present the 37th Annual Report of the Company together with the Audited Financial Statements for the year ended 31st March, 2017

SUMMARISED FINANCIAL RESULTS :

	(Rs. in Lacs)	
	Year ended 31.3.2017	Year ended 31.3.2016
Income	1310.81	4737.78
Profit before interest, depreciation and tax	80.38	391.17
Less:		
Depreciation	49.52	71.73
Tax including Adjustment	97.30	84.80
Interest	271.27	252.91
Prior Period Adjustments	0.00	0.00
Net profits after Tax	(337.71)	(18.27)
Dividends	0.00	0.00
Balance brought forward from previous year	0.000	0.000

DIVIDEND

In view of the loss incurred during the year, no dividend could be recommended by your Board of Directors for the financial year 2016-17.

RESERVES AND SURPLUS

The current year loss of Rs. 337.71 lakhs has been added to the Surplus at the beginning of the year of Rs. 595.35 lakhs and the Surplus aggregates to Rs. 257.63 lakhs at the end of the year.

FINANCIAL PERFORMANCE

The Company could not get new infrastructure project during the year under review. The Management is trying its best for procuring and developing this segment. The sluggish market conditions coupled with other economic factors like demonetization has resulted into lower income.

The turnover of the Company reduced from Rs. 4,737.78 Lacs to Rs. 1,310.81 Lacs. The company also incurred losses to the tune of Rs. 337.71 Lacs as against Rs. 18.27 Lacs of the previous year. Even in these adverse circumstances the Company could repay loan of Rs. 2.75 Crore.

As the efforts of the government have started bearing fruits, the management is hopeful of better results in the current financial year.

MANAGEMENT DISCUSSION AND ANALYSIS

The core business of the company is infrastructure and developers sector. The management discussion and analysis given below discusses the key issues of the Infrastructure and developers sector.

(a) Industry structure and developments:

The FY 2016-17 witnessed high volatility and abnormal increase in raw materials prices and sluggish demand for infrastructure products in domestic market. The sluggish demand in infrastructure sector was uneconomical cost in relation to market price of facilities. Surplus supply, uneconomical development and reduced demand for medium sector infra facilities in the domestic market are some of the reasons for the lower performance of the industry. These circumstances have created challenges of shifting towards new value added products, selling at cost price or lower price for the better services and enhancing marketing strategies for evolution of new markets.

**(b) Outlook**

The Board feels that the economic & developing situation of India will bring lot of capital for developing infrastructure of the country and future of India lies with the Infrastructure Development of the country. Considering the Growth of the Company in infrastructure business and taking into account the available opportunities in the Infrastructure Business, the Board has decided to focus only on infrastructure/real estate projects.

The Board Strongly feels that by venturing into the infrastructure and realty business, in the days to come, the wealth of the shareholders will enhance.

(c) Strategies and Future plans

Your company has plan to repay a substantial portion of term loans and other payment obligations by way of proper utilize of funds and need to sale unused assets or investments towards working capital requirements. Further for betterment in the operations of the Company, in addition to Infrastructure work orders, your directors have planned to bid for more tenders based on the market requirements.

(d) Risks and Concerns

Your Company has devised Risk Management Policy which involves identification of the business risks as well as the financial risks, its evaluation, monitoring, reporting and mitigation measures. The Audit Committee and Board of Directors of the Company periodically review the Risk Management Policy of the Company so that management controls the risk through properly defined network. The details of risk management mechanism and key risks faced by the Company are enumerated in the risk management policy. Risk management policy is uploaded in the company's website.

(e) Internal control systems

The Company has in place a well established internal control procedures covering various areas such as procurement of raw materials for projects infrastructure planning, quality control, maintenance planning, marketing, cost management and debt servicing. Necessary checks and balances have been instituted for timely correction with an effective internal audit system.

(f) Human resources management

Employees are your company's most valuable resource. Your Company continues to create a favorable environment at work place. The company also recognizes the importance of training and consequently deputed its work force to various work related courses/seminars including important areas like Total Quality Management (TQM), Technical skills etc. The fact that the relationship with the employees continued to be cordial is testimony to the company's ability to retain high quality workforce.

(g) Environmental Protection, Health and Safety (EHS)

EHS continues to receive the highest priority in all operational and functional areas at all locations of your Company. Systematic process safety analysis, audits, periodic safety inspections are carried out by expert agencies and suitable control measures adopted for ensuring safe operations at the site. Various processes as required for Pollution Control and Environmental Protection are strictly adhered to.

(h) Corporate Social Responsibility

Board of Directors of the Company has serious concern about Corporate Social Responsibility (CSR) and devised a CSR policy to carry out CSR initiatives in line with the requirements specified under the Companies Act, 2013. Since the Company has no average net profit, there is no CSR Obligation for the FY 2016-17.

Extract of Annual Return

The extract of annual return in Form MGT – 9 has been annexed with this report and forms part of this report.

Number of Board Meetings

The details pertaining to meetings of the Board has been explained under Corporate Governance Report annexed with this report and forms part of this report.

Establishment of Vigil Mechanism

The Company has established a vigil mechanism for Directors and employees to report their genuine concerns. The policy has been uploaded on the Company's website www.diamantinfra.com.

Declaration by Independent Directors

Independent directors of the Company have submitted a declaration that each of them meets the criteria of independence as provided in Sub-Section (6) of Section 149 of the Act. Further, there has been no change in the circumstances which may affect their status as Independent director during the year.

Secretarial Auditors' Report

Company appointed M/s Manoj Agrawal & Associates, Practicing Company Secretaries as Secretarial Auditors to conduct Secretarial Audit of the Company for the financial year 2016-17. The report of the Secretarial Audit for the financial year 2016-17 in FORM MR-3 is annexed to this report and forms part of this report. There are some disqualifications, reservations or adverse remarks or disclaimers in Secretarial Auditors Report.

Audit Committee

Details of Composition of Audit Committee are covered under Corporate Governance Report annexed with this report and forms part of this report. Further, during this year all the recommendations of the Audit Committee have been accepted by the Board.

Policy of Directors Appointment and Remuneration

Company's policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under section 178(3) of the Act are covered under Nomination and Remuneration Policy. Further, information about elements of remuneration package of individual directors is provided in the extract of Annual Return as provided under Section 92(3) of the Act, in prescribed form MGT-9 annexed with this report and forms part of this Report.

Independent Auditors' Report

There is no qualification in the Independent Auditors' Report except Independent Auditor has pointed out the delay in repayment of bank term loan principal and interest dues to the bankers. Your directors wish to state that due to cash flow constraints there was delay in repayment of bank term loan principal and interest dues which has been subsequently paid off. There are some disqualifications, reservations or adverse remarks or disclaimers in Auditors Report.

Particulars of Employees

The information required under section 197 of the Act and rules made there-under with subsequent amendments thereto, in respect of employees of as shown below :

- (a) Employed throughout the year and in receipt of remuneration aggregating to Rs.1,02,00,000 or more - Nil
- (b) Employed for part of the year and in receipt of remuneration of Rs.8,50,000 or more per month - Nil

Note : Remuneration includes salary and value of perquisites and nature of employment is contractual.

Managerial Remuneration

Statistical Disclosures pursuant to Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (with subsequent amendments thereto) is annexed with this report and forms part of this report.



DIAMANT INFRASTRUCTURE LIMITED

Board Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015. The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc. as provided by the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of criteria such as the Composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of independent directors, performance of non-independent directors, of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees, and individual directors were also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

Familiarisation Programme of the Independent Directors

Periodic presentations are made by Senior Management, Statutory and Internal Auditors at the Board/Committee meetings on business and performance updates of the Company, global business environment, business risks and its mitigation strategy, impact of regulatory changes on strategy etc. Updates on relevant statutory changes encompassing important laws are regularly intimated to the Independent directors.

Deposit

During the year the Company has not accepted / renewed any fixed deposit from public. The total deposits remained unpaid or unclaimed as at 31st March, 2017 is Nil. There is no default in repayment of deposits or payment of interest thereon during the year.

The Company undertook several steps to keep a control over borrowings and cost of borrowings. The particulars of Loans, Guarantees and Investments made by the Company under Section 186 of the Companies Act, 2013 are given in Notes to the Financial Statements.

Cost Audit Report

Cost Audit Report for the FY 2015-16 is not mandatory, as a best Corporate Governance practice, Board on the recommendation of the Audit Committee, internal auditors is also conduct work as Cost Auditor of the Company for the FY 2017-18.

Related Party Transactions

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. During the year there were no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with the interest of the Company at large. Transactions entered with related parties have been explained in Form AOC -2 annexed with this report and forms part of this report.

Directors

As per the provisions of Section 149 of the Companies Act, 2013, Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Company's Directors retirement policy at the age of 70, the Members of the Company had at the previous AGMs.

All Independent Directors have given declarations that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

Mr. Kamlesh Prasad and Mr. Naresh Saboo who are Non- Independent Director's retires by rotation at the ensuing Annual General Meeting and is eligible for reappointment.

Ms. Reenal Kamdar who is Independent Director's retires by rotation at the ensuing Annual General Meeting and is eligible for reappointment

Evaluation by The Board

The Board has made a formal annual evaluation of its own performance, Committees of the Board, Independent Directors and Individual Directors of the Company.

The Board's performance was evaluated based on the criteria like Structure, Governance, Dynamics & Functioning, Approval & Review of Operations, Financials, and Internal Controls etc.

The performance of the Independent Directors as well as Individual Directors including the Chairman of the Board were evaluated based on the evaluation criteria laid down under the Nomination and Remuneration Policy and the Code of Conduct as laid down by the Board.

The Committees of the Board were evaluated individually based on the terms of reference specified by the Board to the said Committee. The Board of Directors was satisfied with the evaluation process which ensured that the performance of the Board, its Committees, Independent Directors and Individual Directors adhered to their applicable criteria.

Key Managerial Personnel

The Key Managerial personnel are Mr. Naresh Saboo MD and acting CFO (with effect from 16th August, 2017) and Mr. Kamlesh Prasad acting as Whole Time Director both are receives remuneration only limited amount and do not receive sitting fees.

The company has CA Riddhi Naresh Saboo was CFO of the company from 30.05.2016 to 14.02.2017. And CA Yash Naresh Saboo was CFO of the company from 14.02.2017 to 16.08.2017.

Director's Responsibility Statement

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Directors would like to state that:

- a. in the preparation of annual accounts for the financial year ended 31st March 2017, the applicable accounting standards have been followed;
- b. they had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for the year under review;
- c. they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. they had prepared the annual accounts for the financial year ended 31st March 2017, on a going concern basis;
- e. they had laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively and
- f. they had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

Statutory Auditors

Your Board recommends the ratification of appointment of M/s. Pilla Mathur Manuja & Co, as Statutory Auditors of the Company, to hold office from the conclusion of this AGM to the conclusion of the next AGM.

Secretarial Auditors

The Company had appointed M/s. Manoj Agrawal & Associates and Company, Company Secretary in Practice to undertake the Secretarial Audit of the Company for the financial year 2016-17.



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Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in notes to the financial statements.

Disclosure Under The Sexual Harassment Of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary and trainees) are covered under this policy. The Company has not received any sexual harassment complaint during the year 2016-17

Research and Development

The Company has Design quality and feature enhancements in technology migration and Apply value engineering approach for design to cost target in development for competitive advantage in cost and quality. The Company has always adopted engineering emerging technologies in display instrumentation, sensing, electro-mechanical actuation domains and integrating applications in new requirements.

Conservation Of Energy, Technology Absorption And Foreign Exchange Earnings And Outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 is annexed herewith.

Consolidated Financial Statement

The Company has prepared Consolidated Balance Sheet under Companies Act, 2013 as the Company has an associate Company Ginger Infrastructure Private Limited under Section 2 (26) of the Act. The Company also discloses all relevant information in this regard.

Audit Committee Composition

The Committee is mandated with the same terms of reference as specified in Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also conforms to the provisions of Section 177 of the Companies Act, 2013. The Composition of committee is Mr Balkishan Bang , Chairman, and Members are Mr. Mohd Israil Sheikh, Ms.Reenal Kamdar and Mr Naresh Saboo . The Managing Director, Internal Audit team and the Statutory Auditors of the Company are permanent invitees to the meetings of the Audit Committee. The heads of various monitoring / operating departments are invited to the meetings, as and when required to explain details about the operations.

Particulars Of Employees

The Company has not paid any remuneration attracting the information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Hence no information is required to be appended to this report in this regard. The Company has Nil Employees due to sluggish market conditions coupled with other economic factors like demonetization has resulted into lower income.

Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in notes to the financial statements of the Company.

Foreign Exchange earnings and outgo

The Company has not any foreign exchange earnings and outgo during the year.

Auditor Qualification Analysis

The company has given three additional flats is collateral security for the loan granted by bank to Ginger Infrastructure Pvt. Ltd., than subsidiary of the company pursuant to the Special Resolution passed by the shareholder of the company.

The second qualification going concern concept of the company is self explanatory needs no reply and the company trying to procure new business.

Secretarial Auditor Qualification Analysis

The company has given three additional flats is collateral security for the loan granted by bank to Ginger Infrastructure Pvt. Ltd., than subsidiary of the company pursuant to the Special Resolution passed by the shareholder of the company.

The company is in search of whole time company secretary however due to heavy losses, poor financial position and other legal matters, The company secretary are reluctant to join the company.

The company has disclosed in its board report all the information as required under The Companies Act, 2013 and rules made there under.

Performance of Associate Company

Your Company has an associate M/s Ginger Infrastructure Private Limited within the meaning specified under Section 2 (6) of Companies Act, 2013. M/s Ginger Infrastructure Private Limited has recorded a total revenue of Rs. 10,14,84,650/- during the year 2016-17 as against NIL in the previous year and profit after tax of Rs.2,10,690/- during the year 2016-17 as against Loss of Rs. (27,663/-) in the previous year. A separate statement containing the salient features of the financial statement of the associate in FORM AOC-1 has also been annexed with this report as per the requirements of provisions of section 129 of the Companies Act, 2013 and forms part of this report.

Development In Human Resources / Industrial Relations

Management and Union Representatives meeting is being conducted every month and the issues raised in the meetings are redressed immediately. Periodical review of the issues is being carried out to ensure its completeness. This has improved the overall peaceful Industrial Relations situation. The participation from the operators has improved considerably during the year.

Corporate Governance

Your company reaffirms its commitment to good corporate governance practices. The company complies with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Pursuant to Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Report on Corporate Governance which forms a part of this Report has been annexed herewith. The Managing Director cum Chief Financial Officer have certified to the Board with regard to the financial statements and other matters as required under Regulation 17 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Annexure to this Report

The following are the annexure to this report:

1. Conservation of energy, technology absorption, Research and development and foreign exchange earnings and outgo in Annexure -1.
2. Statement containing salient features of the financial statement of associate company (Form AOC – 1) in Annexure -2.
3. Form AOC - 2 in Annexure - 3.
4. Extract of Annual Report (Form MGT-9) in Annexure - 4.
5. Secretarial Audit Report (Form MR-3) in Annexure -5.
6. Particulars of Remuneration in Annexure -6.
7. Corporate Governance Report in Annexure -7.

Cautionary Statement

Statements in the Directors' report and the management discussion and analysis describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations. Actual results might differ materially from those either expressed or implied in the statement. Important factors that could influence the Company's operations include global and domestic demand and supply conditions affecting selling prices of finished goods, input availability and prices, changes in government regulations, tax laws, economic developments within the country and other related factors such as litigation and industrial relations.

Human Resources

Your Directors would like to place on record their deep appreciation of all employees for rendering quality services to every constituent of the company.

Acknowledgements

Directors of your Company record their sincere appreciation of the dedication and commitment of all employees in achieving and sustaining excellence in all areas of the business. Your directors thank the Shareholders, Customers, Suppliers, Bankers and other stakeholders for their continued support during the year. Your Company's consistent growth has been made possible by the hard work, solidarity, cooperation and support of the management team. The directors of your company thank all Banks, Central/State Governments and other government agencies for their support, and look forward to their continued support in future.

On behalf of the Board of Directors

Naresh Saboo Kamlesh Prasad

Place: Nagpur
Dated: 26.08.2017

Managing Director Director
DIN : 00297916 DIN : 00216195



ANNEXURE 1

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

[Statement pursuant to Section 134(3)(m) of The Companies Act, 2013, read with Rule 8(3) of The Companies (Accounts) Rules, 2014]

A. CONSERVATION OF ENERGY :

- a) Company ensures that the manufacturing operations are conducted in the manner whereby optimum utilization and maximum possible savings of energy is achieved.
- b) No specific investment has been made in reduction in energy consumption.
- c) As the impact of measures taken for conservation and optimum utilization of energy are not quantitative, its impact on cost cannot be stated accurately.

B. TECHNOLOGY ABSORPTION:

RESEARCH DEVELOPMENT ACTIVITIES: Design and development of new products with emerging technologies.

Design quality and feature enhancements in technology migration.

Apply value engineering approach for design to cost target in development for competitive advantage in cost and quality.

Engineering emerging technologies in display instrumentation, sensing, electro-mechanical actuation domains and integrating applications in new requirements.

Collaborate and drive technology deployment in manufacturing processes to complement innovative design solutions for market growth.

D) FOREIGN EXCHANGE EARNINGS & OUTGO:

	2016-2017 (Rs. Lacs)	2015-2016 (Rs. Lacs)
a. Foreign Exchange Used	Nil	Nil
b. Foreign Exchange Earned	Nil	Nil

FORM AOC-1**PART "A" : SUBSIDIARIES**

Not Applicable since the Company does not any subsidiary.

PART "B" : ASSOCIATES

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

No.	Name of Associate	Ginger Infrastructure Private Limited	
1	Latest audited Balance Sheet Date	31-03-2017	31-03-2016
2	Shares of Associate held by the Company on the year end:		
	Number of Shares	5000000	5000000
	Amount of Investment in Associates	5,00,00,000	5,00,00,000
	Extend of Holding %	33.33%	33.33%
3	Description of how there is significant influence	Associate Company	Associate Company
4	Reason why the associate / joint venture is not consolidated	Not Applicable	Not Applicable
5	Networth attributable to Shareholding as per latest audited Balance Sheet	15018026	149972337
6	Profit for the year	210690	(27663)
	Profit attributable to the Shareholding	70223	(9220)

- Names of associates or joint ventures which are yet to commence operations: NIL
- Names of associates or joint ventures which have been liquidated or sold during the year: NIL
- The Company does not have any joint venture.

Place: Nagpur
Dated: 26.08.2017

On behalf of the Board of Directors
Naresh Saboo Kamlesh Prasad
Managing Director Director
DIN : 00297916 DIN : 00216195



DIAMANT INFRASTRUCTURE LIMITED

Annexure - 3 FORM AOC – 2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis : **NIL**
2. Details of material contracts or arrangement or transactions at arm's length basis :

No.	Nature of Transactions as per section 188 of the Companies Act, 2013	Name of the Director/KMP who is related and nature of their relationship	Name of the Related Party	Amount (Rs.)	
				Receipts	Payments
1	Sale of Investment under section 180 in FY 2017-18	Mr Naresh Saboo, Managing Director, is a common director and promoters carry shareholding interest	Saboo Capital & Securiteis Pvt Ltd	600.00 Lacs (Maximum limit F.Y. 2017-18)	-----
2	Rent		Naresh Saboo and Madhu Saboo	-----	1.80 Lacs
3	Director Remuneration		Naresh Saboo	-----	3.00 Lacs
4	Unsecured Loan		Saboo Capital & Securiteis Pvt Ltd	111.80 Lacs	105.90 Lacs
5	Unsecured Loan		Naresh Saboo	217.00 Lacs	217.00 Lacs

No.	Nature of Transactions as per section 188 of the Companies Act, 2013	Name of the Director/KMP who is related and nature of their relationship	Name of the Related Party	Amount (Rs.)	
				Receipts	Payments
1	Sale of Investment under section 180 in FY 2017-18	Mr. Kamlesh Parasad Whole Time Director	Rakesh Prasad	-----	1.80 Lacs

No.	Nature of Transactions as per section 188 of the Companies Act, 2013	Name of the Director/KMP who is related and nature of their relationship	Name of the Related Party	Amount (Rs.)	
				Receipts	Payments
1	Sale of Investment under section 180 in FY 2017-18	Mr. Israil heikh, Director		-----	.60 Lacs

NOTE

All transactions entered by the Company with Related Parties were in the Ordinary Course of Business and at Arm's Length pricing basis. The Audit Committee granted omnibus approval for the transactions (which are repetitive in nature) and the same was reviewed by the Audit Committee and the Board of Directors. There were no materially significant transactions with Related Parties during the financial year 2016-17 which were in conflict with the interest of the Company. Hence the related party transactions of the Company for the financial year 2016-17 not fall under the purview of disclosure under Form AOC – 2. Suitable disclosures as required under AS-18 have been made in Notes to the financial statements. The company has dilute investment in Ginger Infrastructure Pvt. Ltd. during the financial year 2017-18.

Place: Nagpur
Dated: 26.08.2017

On behalf of the Board of Directors
Naresh Saboo Kamlesh Prasad

Managing Director Director
DIN : 00297916 DIN : 00216195

**Annexure - 4
FORM NO. MGT 9**

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2017

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

I. REGISTRATION & OTHER DETAILS:

1	CIN	L26994MH2003PLC143264
2	Registration Date	24/11/2003
3	Name of the Company	Diamant Infrastructure Limited
4	Category/Sub-category of the Company	Public Company / Limited by shares
5	Address of the Registered office & contact details	Gotmare Complex, Block-B, 1st Floor, North Bazaar Road, Dharampeth Ext, Nagpur- 440 010 Contact Details : 0712-6610222, E-mail : diamant123@gmail.com
6	Whether listed company	Yes- Listed
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Purva Shareregistry (I) Pvt. Ltd. 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel (E), Mumbai- 400 011.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Infrastructure		8.95
2	Trading		91.05

III. Particulars of holding, subsidiary and associate companies

S. No.	Name of Company	Category	% Share Held	Applicable Section
1	Ginger Infrastructure Pvt Ltd CIN : U45200MH2012PTC238967 Plot No. 604/B/15 N. M. V Layout Byramji Town Ward 60 Nagpur- 440 013	Associate	33%	2 (6)



DIAMANT INFRASTRUCTURE LIMITED

VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year[As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
b) Central Govt.	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
c) State Govt. (S)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
d) Bodies Corp.	6449878	0.00	6449878	18.32	6449878	0.00	6449878	18.32	0.00
e) Banks / FI	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
f) Any other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total shareholding of Promoter (A)	6449878	0.00	6449878	18.32	6449878	0.00	6449878	18.32	0.00
(2) Foreign									
a) NRI-Individuals	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
b) Bodies Corp	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
c) Bank/FI	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
d) Qualified Institution	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
e) Any Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total shareholding of Promoter (A) (2)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total shareholding of Promoter (A)=(A) (1)+(A)(2)	6449878	0.00	6449878	18.32	6449878	0.00	6449878	18.32	0.00

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year[As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
b) Banks / FI	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
c) Central Govt.	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
d) State Govt (s)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
e) Venture Capital Funds	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
f) Insurance Companies	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
g) Foreign Portfolio Investors	93474	0.00	93474	0.27	89000	0.00	89000	.025	-0.01
h) Foreign Venture Capital Funds	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
i) Others (specify)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Sub-total (B) (1) :-	93474	0.00	93474	0.27	89000	0.00	89000	0.25	-0.01
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	4213111	31500	4244611	12.06	3765158	31500	3796658	10.78	-1.27
ii) Overseas	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 Lakh	6804941	3057475	9862416	28.02	6905925	3037335	9943260	28.24	0.23
ii) Individual shareholders holding nominal share capital up to Rs. 1 Lakh	12458526	250000	12708526	36.10	12524338	2500000	12774338	36.29	0.19



DIAMANT INFRASTRUCTURE LIMITED

c) Others (specify)									
Non Resident Indians	45275	2000	47275	0.13	46963	2000	46963	0.13	0.00
Overseas Corporate Bodies	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Foreign Nationals	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Clearing Members	136360	0.00	136360	0.39	487556	0	487556	1.38	1.00
Trusts	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
HUF	1661460	0.00	1661460	4.72	1616347	0.00	1616347	4.59	-0.13
Sub-Total (B) (2)	25319673	3340975	28660648	81.41	25344287	3320835	28665122	81.43	0.02
Total Public Shareholding (B)=(B)(1)+(B)(2)	25413147	3340975	28754122	81.68	25433287	3320835	28754122	81.68	0.00
C. Shares held by Custodian for GDRs & ADRs	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Grand Total (A+B+C)	31863025	3340975	35204000	100.00	31883165	3320835	35204000	100.00	0.00

B) Shareholding of Promoter -

S N	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total Shares	
1	Saboo Capital & Securities Pvt Ltd	6449878	18.32	77.20	6449878	18.32	77.20	No Change
	Total	6449878	18.32	77.20	6449878	18.32	77.20	No Change

C) Change in Promoter's Shareholding (Please specify, if there is no change)

S N	Particulars	Shareholding at the beginning of the year 31-03-2016		Cumulative Shareholding during the year 31-03-2017	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Saboo Capital & Securities Pvt Ltd.	6449878	18.32	6449878	18.32

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

S N	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year as on 31-6-2016		Cumulative Shareholding during the year as on 31-03-2017	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Elan Capital Advisors Pvt Ltd	1514750	4.30	1514750	4.30
2	SumanLatha Gupta	1500000	4.26	1500000	4.26
3	Rajesh Jaytilal Khandhar	1330594	3.78	1330594	3.78
4	Ambikadevi Kartikay Ghorpade	1250000	3.55	1250000	3.55
5	Ashiroj Credit India Ltd	806741	2.29		
	02-DEC-2016	-1741	0.00	805000	Sell
	09-DEC-2016	-10558	-0.03	794442	Sell
	16-DEC-2016	5259	0.01	799071	Buy
	31-March- 2017			799071	2.27
6	International Transmission Products	750000	2.13	750000	2.13
7	Geeta Omprakash Kuckian	641905	1.82	641905	1.82
8	Sanjay V Jain HUF	571320	1.62	470434	1.34
	08-April- 2016	-1000	0.00	570320	Sell
	22-April-2016	-300	0.00	570020	Sell
	29-April-2016	1800	0.01	571820	Buy
	06-May-2016	-200	0.00	571620	Sell
	27-May-2016	1021	0.00	572641	Buy
	03-June-2016	2000	0.01	574641	Buy
	17-June-2016	4281	0.01	578922	Buy
	24-June-2016	100	0.00	579022	Buy
	30-June-2016	1000	0.00	580022	Buy
	12-Aug-2016	260	0.00	580282	Buy
	21-Oct-2016	-900	0.00	579382	Sell
	28-Oct -2016	-1000	0.00	578382	Sell
	04-Nov-2016	-2800	-0.01	575582	Sell
	11-Nov-2016	-27258	-0.08	548324	Sell
	18-Nov-2016	-18600	-0.05	529724	Sell
	02-Dec-2016	-32801	-0.09	496923	Sell
	09-Dec-2016	-20916	-0.06	476007	Sell
	16-Dec-2016	-83	0.00	475924	Sell
	23-Dec-2016	-650	0.00	475274	Sell
	30-Dec-2016	-300	0.00	474974	Sell
	20-Jan-2017	-2000	-0.01	472974	Sell
	03-Feb-2017	-500	-0.00	472474	Sell
	10-Feb-2017	-560	-0.00	471914	Sell
	17-Feb-2017	-230	-0.00	471684	Sell
	24-Feb-2017	-1500	0.00	470184	Sell
	03-Mar-2017	-1500	0.00	468684	Sell
	24-Mar-2017	750	0.00	469434	Buy
	31-Mar-2017	1000	0.00	470434	Buy
	31-Mar-2017			470434	1.34
9	Rupali Mittal	504172	1.43	504172	1.43
10	Meena Agrawal	449900	1.28	449900	1.28



DIAMANT INFRASTRUCTURE LIMITED

E) Shareholding of Directors and Key Managerial Personnel:

S N	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year 01-04-2016		Cumulative Shareholding during the Year		Shareholding at the beginning of the year 31-01-2017	
		No. of Shares	No. of Shares	% of total Shares of the company	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Naresh Satyanarayan Saboo, Managing Director	0	0	0	0	0	0
2	Kamlesh Shantikishore Prasad Whole Time Director	0	0	0	0	0	0
3	Mohd Israil Haji Mohd Hanif Sheikh, Non- Executive Director	0	0	0	0	0	0
4	Reenal Jigar Kamdar Non- Executive Independent Director	0	0	0	0	0	0
5	Balkishan Satyanarayan Bang, Non- Executive Independent Director	0	0	0	0	0	0
6	Yash Naresh Saboo, Chief Financial Officer	0	0	0	0	0	0

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial				
i) Principal Amount	14,88,53,936	0	2,04,284	14,90,58,770
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	14,88,53,936	0	2,04,284	14,90,58,770
Change in Indebtedness during the financial year				
*Addition	0	5,90,000	0	5,90,000
*Reduction	2,85,22,777	0	6120	2,85,28,897
Net Change	-2,85,22,777	5,90,000	-6120	-2,79,38,897
Indebtedness at the end of the financial year				
i) Principal Amount	12,03,31,159	5,90,000	1,98,714	12,11,19,873
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	12,03,31,159	5,90,000	1,98,714	12,11,19,873

XI. REMUNERATION OF DIRECTORS AND KEY MANGERIAL PERSONNEL-**A. Remuneration of Managing Director, Whole-time Directors and/or Manager :**

S.No.	Particulars of Remuneration	Name of MD / WTD / Manager				Total Amount
		Naresh Saboo M.D.	Kamlesh Prasad WTD	---	---	
1	Gross Salary	30,00,00	1,20,000			4,20,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	30,00,00	1,20,000			4,20,000
	(b) Value of perquisites u/s 17 (2) Income tax Act, 1961	0.00	0.00			
	(c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961					
2	Stock Option	NIL	NIL			NIL
3	Sweat Equity	NIL	NIL			NIL
4	Commission - as % of profit - others specify...	NIL	NIL			NIL
5	Other's please specify	NIL	NIL			NIL
	Total (A)	30,00,00	1,20,000			4,20,000
	Ceiling as per the Act					

B. Remuneration to other directors : NIL

The Company has not paid any remuneration to their Directors during the year ended 31st March, 2017.

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

There were no one is key managerial personal other than managing Director or Manager during the year ended 31st March, 2017.

XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES :

There were no penalties, punishment or compounding of offences during the year ended 31st March, 2017, But the Company has received an show cause notice from Regional Director, Mumbai, But the Company has letter from Office of the Regional Director, Mumbai for Inspection of books of accounts and other records Under Section 206(5) read with Section 207 of the Companies Act, 2013 of M/s Diamant Infrastructure Limited and got queries on various sections of the Companies Act, 2013. The Company has submitted clarification on relevant point and said matter is still examined by the office of the Regional Director, Mumbai.



DIAMANT INFRASTRUCTURE LIMITED

ANNEXURE -5

Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March 2017

[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,
Diamant Infrastructure Limited
(CIN: L26994MH2003PLC143264)
Gotmare Complex, Block-B, 1st Floor
North Bazaar Road, Dharampeth Ext.
Nagpur- 440 010

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

Management's Responsibility for Secretarial Compliances

The Company's management is responsible for preparation and maintenance of secretarial records and for devising systems to ensure compliances with the provisions of applicable laws and regulations.

Auditors Responsibility

Our responsibility is to express an opinion on the secretarial records, standard and procedures followed by the Company with respect to secretarial compliances.

We believe that audit evidence and information obtained from the Company's management is adequate and appropriate to provide a basis for our opinion.

Based on my verification of books, papers, minute books, forms and returns filed and other records maintained by DIAMANT INFRASTRUCTURE LIMITED and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I am hereby report that in my opinion, the Company has, during the audit period 01st April, 2016 to 31st March, 2017 ("the reporting period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the period 1st April, 2016 to 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011- Not applicable as there was no Substantial Acquisition of Shares & Takeover made during the year.
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 .
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009- Not applicable as the Company did not issue any security during the financial year under review.

- d. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not applicable as the Company has not issued any debt securities during the financial year under review.
- f. 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 - Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review.
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - Not applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review.
- h. The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2009- Not applicable as the Company has not bought back any of its securities during the financial year under review.

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 National Stock Exchange of India Limited and BSE Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has best to comply with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above But the Company has failed to following Points :

1. *The Company has given 3 additional Flats as collateral security on behalf of loan obtained by M/s Ginger Infrastructure Pvt. Ltd. from Andhra Bank. The company has violated Sec 185 and 186 of companies Act, 2013 and as explained in clause 4 of the Annexure A to the Independent Auditors Report.*
2. *The Company has not appoint Key Managerial Persons i.e Company Secretary under provisions of the Companies Act, 2013.*
3. *The Company has not disclosed all discloser as per format under 134 of Companies Act, 2013 in previous year Director Reports, But the Company has give all information in various part of report.*

The Company has received notice from the Office of Regional Director, Mumbai for violating various provisions of the Companies Act.

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, 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.

The members are requested to read this report along with my letter of even date annexed to this report.

**For, Manoj Agrawal & Associates
Company Secretaries**

**Place : Nagpur
Date : 26.08.2017**

**Manoj Kumar Agrawal
Proprietor
C. P. No. 5368
FCS No 5662**



DIAMANT INFRASTRUCTURE LIMITED

ANNEXURE TO SECRETARIAL AUDIT REPORT OF EVEN DATE

To,
The Members,
Diamant Infrastructure Limited
(CIN: L26994MH2003PLC143264)
Gotmare Complex, Block-B, 1st Floor
North Bazaar Road, Dharampeth Ext., Nagpur- 440 010

My Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records, devising proper systems to ensure compliance with the provisions of all applicable laws and regulations and ensuring that the systems are adequate and operate effectively, are the responsibilities of the management of the Company. My responsibility is to express an opinion on these secretarial records, systems, standards and procedures, based on 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 the correct facts are reflected in the 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's 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

Place : Nagpur
Date : 30.05.2017

For, Manoj Agrawal & Associates
Company Secretaries
Manoj Kumar Agrawal
Proprietor
C. P. No. 5368
FCS No 5662

Annexure - 6
PARTICULARS OF REMUNERATION

The information required under Section 197 of the Act and the Rules made there-under with subsequent amendments thereto, in respect of employees of the Company is as follows :-

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

No.	EXECUTIVE DIRECTORS *	RATIO TO MEDIAN REMUNERATION
1	Naresh Satyanarayan Saboo	.71
2	Kamlesh Shantikishore Prasad	.29
No.	EXECUTIVE DIRECTORS *	RATIO TO MEDIAN REMUNERATION
1	Mohd Israil Haji Mohd Hanif Sheikh	.00
2	Reenal Jigar Kamdar	.00
3	Balkishan Satyanarayan Bang	.00

- b) percentage increase in remuneration of each director, CMD, CFO and Company Secretary

No.	EXECUTIVE DIRECTORS *	RATIO TO MEDIAN REMUNERATION
1	Naresh Satyanarayan Saboo	NIL
2	Kamlesh Shantikishore Prasad	NIL
No.	NON EXECUTIVE DIRECTORS *	RATIO TO MEDIAN REMUNERATION
1	Mohd Israil Haji Mohd Hanif Sheikh	NIL
2	Reenal Jigar Kamdar	NIL
3	Balkishan Satyanarayan Bang	NIL
No.	CHIEF FINANCIAL OFFICER	RATIO TO MEDIAN REMUNERATION
1	Riddhi Naresh Saboo	NIL
2	Yash Naresh Saboo	NIL

* Non – Executive directors don't receive commission, or any other fees etc except sitting fees for attending board / committee meetings.

(c) percentage increase in median remuneration of the employees during the financial year : NIL

(d) the number of permanent employees on the rolls of the company :NIL

(e) 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 exceptional circumstances for increase in the managerial remuneration

In view of the unsatisfactory financial performance of the Company, MD, WTD and CFO had forgone their increased salary which was approved by the members at the previous AGM . Hence there is no increase in managerial remuneration during the year 2016-17.

Particulars of Employees

The information required under section 197 of the Act and rules made there-under with subsequent amendments thereto, in respect of employees of as shown below:

- (a) Employed throughout the year and in receipt of remuneration aggregating to Rs.1.02 Crore or more - Nil
(b) Employed for part of the year and in receipt of remuneration of Rs.8,50,000 or more per month - Nil

Note : Remuneration includes salary and value of perquisites and nature of employment is contractual.



DIAMANT INFRASTRUCTURE LIMITED

Annexure – 7 REPORT ON CORPORATE GOVERNANCE

(Pursuant to Schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)

1. Company philosophy on Code of Governance

Company's philosophy on corporate governance is delineated below:

- Effectiveness measured by quality of leadership resulting in best performance
- Accountability through openness, public disclosure and transparency of activities
- Conforming to high ethical standards in financial policies, internal controls, constant attention towards high quality of its products and continuous upgrading of skills
- Responsibility and responsiveness to stakeholders including shareholders, customers, vendors, employees, lenders and government agencies
- Sustaining a healthy and ever improving bottom line
- Upholding the spirit of social responsibility and
- To create a management team with entrepreneurial and professional skills

1. Board of Directors:

(a) Changes in Board of Directors

Independent Directors Shri Prakash Zalke (w.e.f 30.05.2016) was resigned from the Board due to their pre occupations and other commitments. The Board places on record its appreciation and gratitude for the invaluable contributions made by these director during their tenure as a member of the Board of Directors.

The Board has appointed CA Balkisan Bang (on 30.05.2016), as Additional Directors (Non-Executive, Independent) and he shall hold office upto the ensuing AGM of the Company. He appointed as an Independent Director in the AGM of the Company held on 30.09.2016.

(b) Composition of the Board

As on 31st March 2017, the Company's Board comprised of 5 Directors. The Board consists of 3 (60%) Executive Directors and 2 (40%) Non-Executive cum Independent Directors of whom one is a Woman Director.

The members of the Board are well-experienced professionals and industrialists. The day-to-day management and affairs are handled by Mr. Naresh Saboo, Managing Director, subject to the supervision, control and direction of the Board of Directors and is assisted by Mr. Kamlesh Prasad, Whole Time Director. The composition of the Company's Board is in conformity with the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

b. Category of Directors, Attendance, other directorships and committee membership

Name of the Director	Category	Attendance Particulars		No. of Directorships in other Companies			No. of Committee positions held in other Companies	
		Board Meeting	Last AGM	Public Company	Private Company	Foreign Company	Member	Chairman
Mr. Naresh Saboo	Executive – Promoter	4	Yes	0	6	0	0	0
Mr. Kamlesh Prasad	Whole Time Director	4	Yes	0	0	0	0	0
Mr. Mohd Israil Haji Mohd Hanif Sheikh	Executive – Director	4	Yes	0	5	0	0	0
Ms. Reenal Jigar Kamdar	Non-Executive – Independent	4	Yes	0	0	0	0	0
Mr. Balkishan Bang	Non-Executive – Independent	4	Yes	0	0	0	0	0

During the year under review, none of the Directors of the Company was member of more than 10 specified Committees or Chairman of more than 5 such Committees in companies in which he/she is a Director. Your Company's Directors promptly notify any change(s) in the committee positions as and when they take place.

No directors are related to each other

Board fulfills the key functions as prescribed under provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Details of the Director seeking appointment /re-appointment at the ensuing Annual General Meeting have been furnished in the Notice convening the Meeting of the shareholders.

c. Board Meetings :

The Company, in consultation with the Directors, prepares and circulates a tentative annual calendar for the meetings of the Board and Audit Committee in order to assist the Directors in planning their schedules to participate in the meetings.

During the year 2016-17, the Board met 4 times on 30th May 2016, 13th August 2016, 12th November 2016 and 14th February, 2017 and the gap between two meetings did not exceed 120 days.

(d) Independent Directors

Your Company appointed Independent Directors who are renowned people having expertise/experience in their respective field/profession. None of the Independent Directors is a promoter or related to the promoters. They do not have any pecuniary relationship with the Company and further they do not hold two percent or more of the total voting power of the Company. All Independent Directors maintain their limits of directorship as required under provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has issued a formal letter of appointment to all Independent Directors and the terms and conditions of their appointment have been disclosed in the website of the Company. All the Independent Directors of the Company at the time of their first appointment to the Board and thereafter at the first meeting of the Board in every financial year give a declaration that they meet the criteria of independence as provided under the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the year Mr. Prakash Zalke resigned from the Board w.e.f 30.05.2016 and Balkishan Bang was appointed as an Additional Director (Non-Executive, Independent) on 30.05.2016.

Meeting of Independent Directors

As required by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, One meeting was held on 31.03.2017 during the year. All the Independent Directors on the Board as on the date of the respective meetings attended the meetings. The Independent Directors discussed / reviewed the matters specified in Schedule IV of Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

f. Brief on Directors

Mr. Naresh Saboo, Promoter Chairman, Executive Director of the company. He is a qualified Chartered Accountant and has vast knowledge in the infrastructure business. He is having an experience of 32 years. He was appointed on the Board of Directors of the Company on 16th June, 2007. During the year 2016 - 17, he attended all the 4 Board meetings of the Company. The remuneration for the year 2016 - 17 is 3 Lacs.

He is also a Director in Saboo Capital & Securities Pvt. Ltd., Diamant Securities Pvt. Ltd. Diamant Infrastructure Developers Pvt. Ltd., Diamant Earthen Resources Pvt. Ltd., Ginger Infrastructure Pvt. Ltd. and Orange City Club Pvt. Ltd. He is a member of Stakeholders Relationship Committee, Audit Committee & Nomination and Remuneration Committee of the Company. He controls the management of the company through Saboo Capital & Securities Pvt. Ltd. and holds 6447898 equity of the company.

Mr. Kamlesh Prasad, Whole Time Director, is having an experience of 11 years in management and infrastructure related activities. He was appointed on the Board of Directors of the Company on 29th May, 2010. During the year 2016-17, he attended all the 4 Board meetings of the Company. The remuneration for the year 2016 - 17 is 1.20 Lacs. His appointment is liable to retire by rotation.



DIAMANT INFRASTRUCTURE LIMITED

Mr. Mohd Israil Haji Mohd Hanif Sheikh, Director appointed in 21st July 2015 and holds Nil Shares in the Company. Mr. Mohd Israil Haji Mohd Hanif Sheikh aged 64 is currently Managing Director of Vibrant Energy Limited and Director of Dolly Group and also Director in various companies. He is having approximately 41 years experience of construction & real estate.

Ms. Reenal Jigar Kamdar, Women Director appointed in 30th March 2015 and holds Nil Shares in the Company. She is doing Bachelor of Business Administration second year and having experience in Event Management.

Mr. Balkisan Bang , Independent Director appointed in 30th May 2016. He is a senior member of the institute of Chartered Accountants of India and had adequate experience in both accounts and corporate laws.

e. Brief note on Directors seeking appointment / re-appointment at the ensuing AGM:

Mr. Kamlesh Prasad , Director appointed in 29th May, 2010 and holds Nil Shares in the Company. He is currently Whole Time Director of the company. He is having approximately 10 years experience of construction & real estate.

Ms. Reenal Jigar Kamdar, Independent Director appointed in 30th March, 2015. She is doing Bachelor of Business Administration second year and having experience in Event Management.

3. COMMITTEES OF THE BOARD

The Company has three committees viz: 1. Audit Committee, 2. Remuneration Committee and 3. Shareholders / Investors Grievance Committee. The decisions relating to the constitution of committees, appointment of members and fixing of terms of service for committee members are taken by the Board of Directors. Composition of the said committees, number of meetings held and attendance during the financial year is as follows:

Audit Committee

The Committee is mandated with the same terms of reference as specified in Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also conforms to the provisions of Section 177 of the Companies Act, 2013.

Composition, Name of Members / Chairman, Meetings held and Members present during the year 2016-2017

Name of Members	Category	Date of Meeting / Members Present			
		30th May, 2016	13th August, 2016	12th Nov., 2016	14th Feb., 2017
Mr. Balkishan Bang	Non-Executive- Independent	Yes	Yes	Yes	Yes
Mr. Mohd Israil Sheikh	Executive –Director	Yes	Yes	Yes	No
Ms.Reenal Kamdar	Non-Executive- Independent	Yes	Yes	Yes	Yes
Mr. Naresh Saboo	Executive –Promoter	Yes	Yes	Yes	Yes

The Managing Director, Internal Audit team and the Statutory Auditors of the Company are permanent invitees to the meetings of the Audit Committee. The heads of various monitoring / operating departments are invited to the meetings, as and when required to explain details about the operations.

Name and designation of the Compliance Officer: Mr. Kamlesh Parasd

Nomination and Remuneration Committee:

The Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to remuneration for the Directors, Key Managerial Personnel and other employees.

The Committee shall identify the persons who are qualified to become Directors / Senior Management Personnel of the Company in accordance with the criteria laid down, recommend to the Board their appointment, the remuneration including commission, perquisites and benefits payable to the Directors and their removal. It shall also carry out the evaluation of every Director's performance.

Composition, Name of Members / Chairman, Meetings held and Members present during the year 2016 – 2017

Name of Members	Category	Date of Meeting / Members Present			
		30th May, 2016	13th August, 2016	12th Nov., 2016	14th Feb., 2017
Mr. Balkishan Bang	Non-Executive- Independent	Yes	Yes	Yes	Yes
Mr. Mohd Israil Sheikh	Executive –Director	Yes	Yes	Yes	No
Ms.Reenal Kamdar	Non-Executive- Independent	Yes	Yes	Yes	Yes
Mr. Naresh Saboo	Executive –Promoter	Yes	Yes	Yes	Yes

Name and designation of the Compliance Officer: Mr. Kamlesh Parasd

d. Nomination and Remuneration Policy

In pursuance of the Company's policy to consider human resources as its invaluable assets, to pay equitable remuneration to all Directors, Key Managerial Personnel (KMP) and employees of the Company, to harmonize the aspirations of human resources consistent with the goals of the Company and in terms of the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, the policy on the nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee and approved by the Board of Directors.

The Objectives of the Policy are :

- i) To guide the Board in relation to the appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- ii) To evaluate the performance of the Directors, Key Managerial Personnel and Senior Management and provide necessary reports to the Board for their further evaluation.
- iii) To recommend the Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- iv) To provide to the Key Managerial Personnel and Senior Management, rewards linked directly to their effort, performance, dedication and achievement in relation to the Company's operations.
- v) To attract, retain, motivate and promote talent and to ensure the long term sustainability of talented managerial persons and create a competitive advantage.
- vi) To devise a policy on Board diversity.
- vii) To develop a succession plan for the Board and to regularly review the plan.
- viii) The Nomination and Remuneration policy of the Company has been disclosed on the website of the Company.

e. Performance evaluation criteria for Independent Directors

Performance of Independent Directors has to be evaluated by the Board of Directors, based on the following criteria:

- Evaluation Criteria laid down under Nomination and remuneration Policy.
- Code of Conduct as laid down by the Board and
- Code of Independent Directors prescribed in Schedule IV read with Section 149 (8)



DIAMANT INFRASTRUCTURE LIMITED

4. Remuneration to Directors

The remuneration payable to the Executive Directors is determined by the Board on the recommendation of the Nomination and Remuneration Committee with the approval of the shareholders at the Annual General Meeting. The Company pays remuneration by way of Salary, Allowances, Perquisites and Benefits (fixed component) and commission (variable component) to its Executive Directors.

Stakeholders Relationship Committee

The Shareholder/Investor Grievances committee comprises of two independent directors Mr. Balkishan Bang, Ms. Reenal Kamdar and one promoter managing director of the company Mr. Naresh Saboo.

The Committee approves the issue of new / duplicate share certificates. The Committee oversees and reviews all matters connected with share transfers / transmission / demat /remat and other issues pertaining to shares. The Committee also looks into the investor relations / grievances and redressal of the same, on a periodical basis

The power of approving share transfer has been delegated to share transfer agent of the company. The committee held their meetings on 30th May 2016, 13th August, 2016, 12th November, 2016, 14th February, 2017.

Name and designation of the compliance officer : Mr. Kamlesh Prasad

6. Annual General Body Meetings:

Year	Date	Venue
2013-2014	30 th September, 2014	Gotmare Complex, North Bazar Road, Dharampeth Extension, Nagpur- 440 010
2014-2015	30 th September, 2015	Gotmare Complex, North Bazar Road, Dharampeth Extension, Nagpur- 440 010
2015-2016	30 th September, 2016	Gotmare Complex, North Bazar Road, Dharampeth Extension, Nagpur- 440 010

7. Postal Ballot :

No Requirement for Postal Ballot during the Last Years

8. Means of Communication :

Diamant Infrastructure Limited has its own web-site www.diamantinfra.com and all important information relating to the Company, including results, press releases, etc. are posted on web-site. The results of the Company are published in leading newspapers.

9. General Shareholder's Information

a) Annual General Meeting

Date and time	:	30th September, 2017, 10:00 A.M.
Venue	:	Gotmare Complex, Block-B, 1 st Floor, North Bazaar Road, Dharampeth Extension, Nagpur-440 010

b) Financial Calendar (tentative) : 1st April to 31st March

c) Dates of Book Closure : 22nd September, 2017 to 25th September, 2017

(d) Stock Exchange on which Company's shares are listed

The Bombay Stock Exchange, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001.

e) Stock code

Trading Symbol at BSE Limited	(DEMAT)	521242
ISIN under Depository System(NSDL & CDSL)	Equity Shares	INE292D01019

(f) Market Price data – Company share Price and trading At BSE

Month	Open Price	High Price	Low Price	Close Price	No. of Shares
Apr-16	0.57	0.73	0.57	0.67	25059
May-16	0.70	0.70	0.62	0.62	8171
Jun-16	0.62	0.62	0.46	0.48	28264
Jul-16	0.50	0.65	0.50	0.65	145309
Aug-16	0.62	0.62	0.58	0.58	6360
Sep-16	0.60	0.80	0.60	0.72	51545
Oct-16	0.75	0.93	0.72	0.93	104954
Nov-16	0.97	1.20	0.97	1.18	115452
Dec-16	1.23	1.33	1.21	1.33	62575
Jan-17	1.27	1.27	0.90	0.90	86667
Feb-17	0.94	0.98	0.85	0.89	93299
Mar-17	0.93	0.93	0.64	0.64	99097

(g) Company securities are not suspended from trading**(h) Registrar and Share Transfer Agents**

M/S Purva Shareregistry (India) Pvt. Ltd, 9, Shiv Shakti Industrial Estate, Sitaram Mills Compound, J.R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel (East) Mumbai-400011 deal with all aspects of investor servicing relating to shares in both physical and demat form.

(I.) Share Transfer System

The Share transfers are affected by the Registrar and Transfer Agent (RTA) Purva Shareregistry (India) Pvt Limited, Mumbai, on the authorization given by the Board. The transfers/transmissions effected by the Registrar are submitted to the Share Transfer Committee for confirmation. As on March 31, 2017, no share transfers/transmission was pending.

(j) Distribution of Shareholding as on 31 March, 2017

Shares From	To	No. of Shareholders	% to Total	Total Shares Amount Rs.	% to Total
1	5,000	2078	69.06	40,39,764	5.74
5,001	10,000	386	12.83	29,38,952	4.17
10,001	20,000	203	6.75	33,10,684	4.70
20,001	30,000	79	2.63	19,52,374	2.77
30,001	40,000	71	2.36	26,36,858	3.75
40,001	50,000	17	0.56	7,42,032	1.05
50,001	1,00,000	98	3.26	72,52,832	10.30
1,00,001	And Above	77	2.56	4,75,34,504	67.51
Total		3009	100.00	7,04,08,000	100.00



DIAMANT INFRASTRUCTURE LIMITED

Shareholding pattern as on March 31, 2017

No	Category	No. of Holders	No. of Shares	% to Paid up Capital
1	Promoters	1	6449878	18.32
2	Residents (Individuals / Clearing Members)	2933	24333945	69.12
3	Financial Institutions/Insurance Co./ State Govt./ Govt. Companies/ UTI	0	0	0
4	Foreign Institutional Investors	1	89000	0.25
5	Non-Resident Indians / OCB / Corporate Bodies - Foreign / Bank - Foreign / Foreign Nationals / Foreign Port Folio Investor / corporate	8	46963	0.13
6	Corporate Bodies / Limited Liability Partnership	49	3796658	1.38
7	Mutual Funds	0	0	0
8	Trusts	0	0	0
9	Banks	0	0	0
10	Clearing Members	17	487556	1.38
	TOTAL	3009	35204000	100

(k) Dematerialization of shares and liquidity

Shares of the Company can be held and traded in electronic form. As stipulated by SEBI, the shares of the Company are accepted in the Stock Exchanges for delivery only in dematerialization form

Status of dematerialization of shares – as on March 31, 2017

Holders	Physical		Demat		Total	
	No. of Shares	% to paid up capital	No. of Shares	% to paid up capital	No. of Shares	% to paid up capital
Promoters List	0	0	6449878	18.32	6449878	18.32
Others	3320835	9.43	25433287	72.25	31883165	81.68
TOTAL	3320835	9.43	31883165	90.57	35204000	100

Your Company confirms that the entire Promoter's holdings are in electronic form and the same is in line with the direction issued by SEBI.

The equity shares of the Company is regularly traded in BSE Limited

(l) Outstanding GDRs/ ADRs/ Warrants/ Convertible instruments

The Company has not issued Global Depository Receipts or American Depository Receipt or Warrants or any Convertible instruments.

(m) Commodity Price Risk/ Foreign Exchange Risk and Hedging

The Company did not engage in hedging activities.

o) Address for Correspondence

Registrar & Share Transfer Agents	:	M/S Purva Sharegistry (India) Pvt. Ltd. 9, Shiv Shakti Industrial Estate Sitaram Mills Compound, J.R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel (East) Mumbai-400011 E-Mail : busicomp@vsnl.com
For any other general matters For any other general matters	:	Diamant Infrastructure Limited Gotmare Complex, Block-B, 1 st Floor North Bazaar Road, Dharampeth Extension, Nagpur- 440 010 E-mail : diamant123@gmail.com Website : www.diamantinfra.com Phone : 0712-6610222 Fax: 6641261
Website Address	:	www.diamantinfra.com
Email ID of Investor Grievances	:	diamant123@gmail.com
Name of the Compliance Officer	:	Mr. Kamlesh Prasad

10. DISCLOSURES

- (a) During the financial year ended 31 March, 2017 there were no materially significant related party transactions that may have potential conflict with the interests of the Company at large.
- (b) The company has formulated a Policy for dealing with Related Party Transactions. The necessary disclosures regarding the transactions with related parties are given in the Notes to the financial statements. During the year under review, Your Company had not entered into any material transaction with any of its related parties.
- (c) Neither was any penalties imposed nor were any strictures passed by Stock Exchange or SEBI or any statutory authority on any capital market related matters during the last three years.
- (d) The Company has established a Vigil Mechanism/Whistle Blower Policy to enable stakeholders (including Directors and employees) to report unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct. The Policy provides adequate safeguards against victimization of Director(s)/employee(s) and direct access to the Chairman of the Audit Committee in exceptional cases. The Protected Disclosures, if any reported under this Policy will be appropriately and expeditiously investigated by the Chairman. Your Company hereby affirms that no Director / employee have been denied access to the Chairman of the Audit Committee and that no complaints were received during the year. The Whistle Blower Policy has been disclosed on the Company's website.
- (e) The Company has complied with the mandatory requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has adopted various non mandatory requirements as well as discussed under relevant headings.
- (f) The Company has no subsidiary.
- (g) The Company has not adopted any alternative accounting treatment prescribed differently from the Accounting Standards.
- (h) The Company laid down procedures to inform Board members about risk assessment and minimization and has implemented the Risk Management plan and continuously monitors it.
- (i) As required by the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted a Code of Conduct for prevention of Insider Trading. Company Secretary of the Company is the Compliance Officer. The Code of Conduct is applicable to all Directors and such identified employees of the Company as well as who are expected to have access to unpublished price sensitive information relating to the Company.
- (j) The Company has adopted a Code of Conduct for Directors and Senior Management of the Company, as required by Regulation 17(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has received confirmation from the Directors and Senior Management regarding compliance with the code for the year ended March 31, 2017. A Certificate from Managing Director to this effect is attached to this report. The code has been displayed on the Company's website.



DIAMANT INFRASTRUCTURE LIMITED

- (k) The Chairman and Managing Director and Chief Financial Officer of the Company give annual Compliance Certificate in accordance with Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchange(s). The annual Compliance Certificate given by Chairman and Managing Director and Chief Financial Officer is published in Annual Report.
- (l) Details relating to appointment and re-appointment of Directors as required under the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in the Notice to the Annual General Meeting.

12 ADOPTION OF NON- MANDATORY ITEMS

(a) The Board

Since the Company does not have a Non-Executive Chairman as on March 31, 2017, it does not maintain such office.

(b) Share holder Rights

Quarterly/Half yearly financial results are forwarded to the Stock Exchanges.

(c) Modified Opinion in Audit Report

There was no modified opinion in Independent Auditors' Report for the financial year 2016-17.

(d) Reporting of Internal Auditor

The Internal Auditor of the Company is a permanent invitee to the Audit Committee Meeting and regularly attends the Meeting for reporting their findings of the internal audit to the Audit Committee Members.

13. The Company has fully complied with the applicable requirement specified in Reg. 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CODE OF CONDUCT DECLARATION

In accordance with Regulation 17(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchange(s), I hereby declare that all the Board members and senior management personnel of the Company have complied with the Code of Conduct of the Company for the year ended March 31, 2017.

Place : Nagpur
Date : 26th August, 2017

Sd/-
Naresh Saboo
Managing Director
DIN: 0029791

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To,
The Members of Diamant Infrastructure Limited

We have examined the compliance with the conditions of Corporate Governance by **Diamant Infrastructure Limited** (the Company) for the year ended March 31, 2017 as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with the Bombay Stock Exchange Limited, with the relevant records and documents maintained by the Company and furnished to us and the Report on Corporate Governance as approved by the Board of Directors.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to procedures and implementation thereof, adopted by the Company for ensuring the said compliance. It is neither an audit nor is this certificate an expression of opinion on the financial statements of the Company.

Based on the aforesaid examination and according to the information and explanations given to us, we certify that the Company has complied with the said conditions of Corporate Governance as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with the Bombay Stock Exchange Limited.

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

**For Manoj Agrawal & Associates
Company Secretaries
Manoj Agrawal
Proprietor
Membership No 5662
C P No 5368**

Nagpur, Dated 26th August, 2017



DIAMANT INFRASTRUCTURE LIMITED

Independent Auditor's Report on Standalone Financial Statement

To the Members of Diamant Infrastructure Ltd. Report on the Financial Statements

We have audited the accompanying (Standalone) financial statements of **M/s Diamant Infrastructure Ltd.** Which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the (Standalone) Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 with respect to the preparation of these (Standalone) financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the (Standalone) financial statements.

During the Company has a 33.33% stake in M/s Ginger Infrastructure Pvt. Ltd. this is a associate company of M/s Diamant Infrastructure Ltd. as per the Accounting Standard- 23 Accounting for Associate in consolidated Financial Statement, but as per Sec 129 of the companies Act, 2013 definition of Subsidiary also includes the Associate and Joint Venture, hence the Books of M/s Ginger Infrastructure Pvt. Ltd. has been considered for the purpose of consolidation as per equity method as mentioned in the accounting standards-23.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid (Standalone) financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2017, and its Profit/Loss and its Cash Flow for the year ended on that date.

During the current year company has given 3 additional Flats as collateral security on behalf of loan obtained by M/s Ginger Infrastructure Pvt. Ltd. from Andhra Bank. The company has violated Sec 185 and 186 of companies Act, 2013 and as explained in clause 4 of the Annexure A to the Independent Auditors Report.

The company has not appointed any full time company secretary as required by the companies Act, 2013. There are also certain advances made by the company which are outstanding during the whole year and no amount has been recovered with respect to the same. The amount of advances which are outstanding amounted to Rs. 4,00,00,000/-.

During the Current Financial year the company has disposed off its substantial fixed asset which are compulsorily required for running the infrastructure business of the company and also in the current year company has terminated all its employees from the employment, on the basis of this information and also company is incurring huge losses continuously from last 3 years hence in our opinion this might affect the going concern concept of the company in the near future. But on the basis of written representation received from the Management we have been informed that this is temporary in nature and in the near future they will carry on the business effectively.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016, as amended, 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.
2. As required by section 143 (3) of the Act, we report that:
 - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. in our opinion, the aforesaid (Standalone) financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the directors as on March 31, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017 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**".
The going concern matter as describe Emphasis of matter paragraph in the main audit report might have impact on the functionality of the company in the near future.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Annexure A (Point 7) and Note 23.1 to the Independent Audit Report;



DIAMANT INFRASTRUCTURE LIMITED

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. The company has provided requisite disclosure in its standalone financial statement as to holding as well as dealing in specified bank notes during the period from 8th of November 2016 to 30th of December 2016 and these are in accordance with the books of accounts maintained by the company. Refer Note 23.18 to the standalone financial statement.

For and on behalf of,
Pilla Mathur Manuja & Co.
Chartered Accountants
FRN No:- 124471W
Thakur J. Manuja
Partner
Membership number:- 113940
Place: Nagpur
Date: 30.05.2017

“Annexure A” to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2017:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- (c) The title deeds of immovable properties are held in the name of the company.
- (d) And also in the current financial year the company has disposed of its substantial Fixed asset, and as per our opinion this is substantial for running the business of Infrastructure business of the company and this might affect the going concern concept of the company but as per the explanation given and written representation obtained from the management we have been informed that this is temporary in nature and will not affect the going concern.
- 2) (a) The management has conducted the physical verification of inventory at reasonable intervals.
- (b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) *In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security, except flats of Dabha, Nagpur which is Held as Inventory the company and the same is given as additional security to the bank on behalf of loan obtained by M/s Ginger Infrastructure Pvt. Ltd. and the old guarantee given to the bank when M/s Ginger Infrastructure Pvt. Ltd. is a subsidiary, the same guarantee has also been continued during the current financial year.*
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As per Sec 148 of the companies Act, 2013 and Companies (Cost records and Audit) Rules, 2014, Since the company does not fall in any of the criteria as mentioned in note 23.17 to the Independent Audit Report ,hence the company has not maintained the Cost Records and also not conducted the Cost Audit as required by the Companies Act, 2013.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has not been generally regular in depositing undisputed statutory dues including Sales tax, Service Tax, Value added Tax Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs, Duty of Excise, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, and according to the our finding there are certain undisputed amounts payable in respect of the above and were in arrears as at March 31, 2017 for a period of more than six months from the date on when they become payable, the details of which is explained below:

Sr. No.	Authorities which amount due	Period to which it relates	Amount
1	Income Tax (TDS on Interest)	June-16 and Aug-16	10,724.00/-
2	Income Tax (TDS on Professional)	April-16 To Sept-16.	74,000.00/-
3	Income Tax (TDS on Contract	Sept-16.	360.00/-
			85,084.00/-



DIAMANT INFRASTRUCTURE LIMITED

During the current Financial year the company has not filled its TDS return for the 3rd quarter. And also company is not regular in payment of its contribution towards provident Fund and Employee State Insurance Corporation.

b) According to the information and explanation given to us, there are certain outstanding dues on account of any dispute as given the following:

Nature of Statute	Nature of Due	Rupees	Period to which it relates	Forum where dispute is pending
Chhattisgarh Sales Tax	Penalty for short payment of sales tax on purchase of fixed Asset	11,50,000/-	F.Y. 2008-09	Appellant Tribunal of sales tax, Durg, Chhattisgarh.
Nagpur Local Body tax	Payment of tax on Sales	21,58,251/-	F.Y. 2013-14	High Court
Income tax	Payment of Tax and Interest	90,74,721/-	F.Y. 2007-08	Income tax Appellate Tribunal

8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks and financial institution except the payment to Srei Equipment Finance Pvt. Ltd. the repayment of which is not regular but the loan has been repaid in full before the year end.

The company has also obtained a Car loan from Union Bank of India the repayment of which is not regular and not paid as per repayment schedule.

The Company has also obtained a term loan from Pusad Urban Co-Op Bank Ltd. the repayment of the same is not regular at the starting of the current financial year due to some dispute in between the bank and the company regarding rate of interest charged by the bank. The company has not paid any EMI consistently for 4 month (i.e. from May 2016 to Aug 2016).

9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

11) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

12) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the note 22 Financial Statements as required by the applicable accounting standards.

13) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

15) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For and on behalf of,
Pilla Mathur Manuja & Co.
Chartered Accountants
FRN No:- 124471W
Thakur J. Manuja
Partner
Membership number:- 113940

“Annexure B” to the Independent Auditor's Report of even date on the Standalone Financial Statements of Diamant Infrastructure Ltd.

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

We have audited the internal financial controls over financial reporting of Diamant Infrastructure Ltd. as of March 31, 2017 in relation with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



DIAMANT INFRASTRUCTURE LIMITED

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017.

For and on behalf of,
Pilla Mathur Manuja & Co.
Chartered Accountants
FRN No:- 124471W
Thakur J. Manuja
Partner
Membership number:- 113940
Place: Nagpur
Date: 30.05.2017

Balance Sheet as at 31 st March, 2017

Particulars	Note No.	As at 31 March 2017 (₹)	As at 31 March 2016 (₹)
Equity and liabilities			
Shareholder's funds			
Share capital	2	70,408,000	70,408,000
Reserves and surplus	3	130,118,855	163,890,128
Money received against share warrants			
Share Application Pending Allotment			
Non-current liabilities			
Long term borrowings	4	39,457,672	43,302,471
Deferred tax liabilities (Net)	23.7	-	-
Other Long Term borrowings		-	-
Long Term Provisions		-	-
Current liabilities			
Short-Term borrowings	5	81,463,487	105,551,465
Trade payables	6	202,365,892	124,197,523
Other current liabilities	7	6,632,353	15,212,979
Short-Term Provisions			
	Total	530,446,259	522,562,566
Assets			
Non-current assets			
Fixed assets			
Tangible assets	8.1	9,744,337	39,301,769
Intangible assets	8.2	44,425	-
Capital work in progress		-	-
Intangible assests under development		-	-
Non-curent investments	9	52,125,000	52,125,000
Deffered Tax Assets (Net)	23.7	92,03,057	8,454,731
Long Term Loans & Advances		-	-
Other Non Current Asset		-	-
Current assets			
Current Investment			
Inventories	10	40,489,551	40,489,551
Trade receivables	11	349,418,786	296,757,716
Cash and cash equivalent	12	422,702	1,625,948
Short Term Loan & Advances	-	-	-
Other current assets	13	68,998,401	83,807,851
Notes forming part of the financial statements	Total	530,446,259	522,562,566
	1-23		

As per our report of even date
For Pilla Mathur Manuja & Co.
Chartered Accountants
(FRN: 124471W)

CA Thakur J. Manuja
Partner
Membership No: 113940

Place : Nagpur
Date : 30th May, 2017

**For and on behalf of the Board of Directors of
Diamant Infrastructure Limited**

Naresh Saboo
Managing Director

Kamlesh Prasad
Director



DIAMANT INFRASTRUCTURE LIMITED

Statement of Profit and loss account for the year ended 31st March, 2017

Particulars	Note No.	2017 (₹)	2016 (₹)
Income			
Revenue from operations	14	131,081,227	473,777,837
Other Income	15	1,955,347	916,314
Total revenue		133,036,574	474,694,151
Expenditure			
Cost of material consumed		-	-
Purchases and direct expenses	16	119,707,366	414,305,774
Changes in inventories	17	-	12,279,469
Employee benefit expenses	18	793,090	3,329,205
Finance cost	19	27,127,296	25,291,032
Depreciation and amortisation expense	8.1 & 8.2	4,952,091	7,173,276
Other expenses	20	4,498,119	5,661,456
Total expenditure		157,077,961	468,040,212
Profit/(Loss) before exceptional and extraordinary items and tax		(24,041,387)	6,653,939
Exceptional items		-	-
Profit/(Loss) before extraordinary items and tax		(24,041,387)	6,653,939
Extraordinary items			
(Profit/(loss) on sale of fixed asset and Investment Written off)		(6,133,610)	(9,610,421)
Profit/(Loss) before tax		(30,174,996)	(2,956,482)
Tax expenses		-	-
Current Tax		367,735	723,472
Deferred Tax Assets	23.7	(748,326)	(1,852,604)
Current Tax expense relating to prior years		3,976,868	0
		3,596,276	(1,129,132)
Profit/(Loss) for the year from continuing operations		(33,771,273)	(1,827,350)
Earnings per share:			
Basic	23.6	(0.96)	(0.05)
Diluted	-	-	-
Computed on the basis of total profit from continuing operations		-	-

Notes forming part of the financial statements 1 - 23

As per our report of even date
For Pilla Mathur Manuja & Co.
Chartered Accountants
(FRN: 124471W)

CA Thakur J. Manuja
Partner
Membership No: 113940

Place : Nagpur
Date : 30th May, 2017

**For and on behalf of the Board of Directors of
Diamant Infrastructure Limited**

Naresh Saboo
Managing Director

Kamlesh Prasad
Director

Cash flow statement for the year ended 31st March, 2017

Particulars	Note No.	As at 31st March 2017 (₹)	As at 31st March 2016 (₹)
Cash flows from operating activities			
Net profit before tax		(30,174,996)	(2,956,482)
Adjustments for			
Add : Non Cash Item/Items required to be disclosed separately			
Depreciation and amortisation expense		4,952,091	7,173,276
Finance cost		27,088,807	24,030,372
Impairment of Assets		-	-
Loss on sale / discard/ write off of assets		6,133,610	9,535,796
Interest income		(666,261)	(382,331)
Excess Depreciation w/back		-	(144,847)
Operating profit before working capital changes		<u>7,333,250</u>	<u>37,255,785</u>
Changes in Working Capital:			
Inventories		-	12,279,469
Trade Receivables		(52,661,070)	17,540,681
Other current assets		10,230,154	(12,682,540)
Adjustments for increase / (decrease) in operating liabilities:			
Trade payables		78,168,369	(5,188,793)
Other current liabilities		<u>(8,580,627)</u>	<u>(10,278,992)</u>
Profit generated from operations		34,490,078	38,925,610
Taxes paid (net of refunds)		<u>234,694</u>	<u>3,921,450</u>
Net Cash generated from operating activities	(i)	34,724,772	42,847,060
Cash flows from investing activities			
Purchase of Investment		-	(51,540,375)
Capital expenditure on fixed assets, including capital advances		(63,694)	(62,000)
Proceeds from sale of fixed assets		<u>18,491,000</u>	<u>33,200,710</u>
Net cash generated from investing activities	(ii)	18,427,306	(18,401,665)
Cash flows from financing activities			
Proceeds from short-term borrowings		(24,087,978)	10,495,676
Proceeds from long-term borrowings		(3,844,799)	(12,690,948)
Interest Income		666,261	382,331
Finance cost		<u>(27,088,807)</u>	<u>(24,030,372)</u>
Net cash generated from financial activities	(iii)	(54,355,323)	(25,843,313)
Net changes in cash and cash equivalents	(i+ii+iii)	(1,203,246)	(1,397,918)
Cash and cash equivalents at the beginning of the year		<u>1,625,948</u>	<u>3,023,866</u>
Cash and cash equivalents at the end of the year		<u>422,702</u>	<u>1,625,948</u>

As per our report of even date
For Pilla Mathur Manuja & Co.
Chartered Accountants
(FRN: 124471W)

CA Thakur J. Manuja
Partner
Membership No: 113940

Place : Nagpur
Date : 30th May, 2017

**For and on behalf of the Board of Directors of
Diamant Infrastructure Limited**

Naresh Saboo
Managing Director

Kamlesh Prasad
Director



Note - 1 Significant Accounting Policies

a. Basis of Preparation of Financial Statements

The financial statements have been prepared with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply in all material respects with the accounting standards notified by Companies (Accounting Standards) Rules, 2013 (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on an accrual basis. The accountings policies have been consistently applied by the Company and are consistent with those used in the previous period.

b. Use of Estimates

The preparation of the financial statements requires the management to take reasonable estimates and assumption that affect the reported amount of assets, liabilities and disclosure of contingent liabilities as at the date of the financial statements. Management believes that these estimates are reasonable and prudent. However, actual results may differ from estimates.

c. Cash Flow Statements

Cash flow statement of the company reports cash flows during the period classified by operating, investing and financial activities.

d. Revenue Recognition

Incomes/Revenues are accounted for on accrual basis except for dividend and interest on income-tax and sales-tax refund. Revenue is recognised to the extent that it is probable that the economic benefit will flow to the company and the revenue can be reliably measured.

e. Fixed Assets

Fixed Assets are stated at cost including all incidental expenses incurred for bringing the asset to its current position, less depreciation at rates prescribed in Schedule II to the Companies Act, 2013, subject to provisions of Accounting Standard 26 "Intangible Assets" issued by Institute of Chartered Accountants of India.

f. Depreciation

Depreciation has been provided on Straight Line Method in accordance with Schedule II of the Companies Act, 2013 at the rates specified in schedule II to the Companies Act, 2013, on pro-rata basis with reference to the period of use of such assets. Assets costing less than ₹ 5,000/- per item are depreciated at 100% in the year of purchase.

g. Amortisation of Intangible Assets

Intangible Assets as defined in Accounting Standard 26-"Intangible Assets" are valued at cost and amortised as per its useful life and value in use.

h. Inventories

Value of work uncertified by the principal contractor, in relation to contract is determined and valued by the management at the year-end and is carried at cost in the balance sheet as Uncertified Contract Revenues.

Property for re-development is valued at cost.

Stock of raw materials, trading goods, stores, spares and consumables is valued at cost.

i. Impairment of Assets

The carrying amounts of Cash Generating Units/Assets are reviewed at each Balance Sheet date to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount is estimated at the higher of net realisable value and value in use. Impairment loss is recognised wherever carrying amount exceeds the recoverable amount.

j. Investments

Investments are done in the name of company and valued at its cost, including the amount directly incurred for the purchase of the same, i.e. brokerage, commission etc.

k. Retirement Benefits

All short-term employee benefits are recognised at their undiscounted amount in the accounting period in which they are incurred.

Retirement Benefits in the form of gratuity and leave salary is accounted on payment basis in the year of payment.

l. Borrowing cost

Borrowing cost attributable to the acquisition of fixed assets is capitalised as the part of the cost of that fixed assets, till the date it is put to use. Other borrowing cost is recognised as expenditure in the period in which they are accrued.

m. Segmental reporting

Operations of the company have been bifurcated into two primary segments i.e. Infrastructure and Trading Segments.

Segment Revenue, Results and Assets and Liabilities figures include the respective amounts identifiable to each of the Primary Segments. Other unallocable expenditure, assets and liabilities relates to corporate as a whole.

n. Leases

Lease arrangements where the risks and rewards incident to ownership of an asset substantially vest with the lessor, are recognised as operating leases. Lease rentals under operating leases are recognised in the revenue account on a straight line basis.

o. Earnings Per Share

Earnings per Share has been computed in accordance with Accounting Standard 20 - "Earning Per Share" by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The earnings considered for ascertaining the company's Earnings per Share is the net profit after tax.

p. Income Tax

Provision for current tax is made for the tax liability payable on taxable income after considering the allowances, deductions and exemptions and disallowances if any determined in accordance with the prevailing tax laws.

The differences between the taxable income and the net profit or loss before tax for the period as per the financial statements are identified and the tax effect on the "timing differences" is recognised as deferred tax asset or deferred tax liability. The tax effect is calculated on the accumulated timing differences at the end of the accounting period based on the tax rates and laws, enacted or substantively enacted as of the balance sheet date.

q. Provisions, Contingent Liabilities and Contingent Assets

The Company creates a provision when there is a present obligation as a result of an obligating event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the outflow.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events but their existence is confirmed by the occurrence or non-occurrence of one or more uncertain future events not within the control of the company.

Contingent Assets are neither recognised nor disclosed in the Financial Statements as a matter of prudence.



DIAMANT INFRASTRUCTURE LIMITED

Note 2 Share Capital

Particulars	31 March 2017 (₹)	31 March 2016 (₹)
(a) Authorised		
5,00,00,000 equity shares of ₹ 2/- each with voting rights	100,000,000	100,000,000
	100,000,000	100,000,000
(b) Issued , subscribed and fully paid up		
3,52,09,250 equity shares of ₹ 2/- each fully paid up with voting rights	70,418,500	70,418,500
Less : Shares forfeited (1,050 Equity Shares of ₹ 10/- each) (Refer Note (iii) below)	(10,500)	(10,500)
3,52,04,000 Equity Shares of ₹ 2/- each fully paid up with voting rights	70,408,000	70,408,000
Of the Above :		
a) 1,79,84,250 equity shares of ₹ 2/- each have been allotted as fully paid up bonus shares by capitalising free reserves		
b) 1,12,25,000 Equity shares of ₹ 2/- each have been allotted as fully paid by preferential allotment		
	70,408,000	70,408,000

Notes:

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period :

Issued, subscribed and fully paid up

Particulars	Opening Balance	Fresh Issue	Bonus	ESOP	Conversion	Buy Back	Other Changes	Closing Balance
Equity shares with voting rights								
Year ended 31 March, 2017								
- Number of shares-	35,204,000	-	-	-	-	-	-	35,204,000
- Amount (₹)	70,408,000	-	-	-	-	-	-	70,408,000
Year ended 31 March, 2016								
- Number of shares	35,204,000	-	-	-	-	-	-	35,204,000
- Amount (₹)	70,408,000	-	-	-	-	-	-	70,408,000

Note 2 Share capital (Contd)

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

Class of shares/Name of shareholder	31st March 2017		31st March 2016	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights Saboo Capital & Securities Pvt Ltd	6,449,878	18.32%	6,449,878	18.32%

Particulars	2017 (₹)	2016 (₹)
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Note - 3 Reserves and Surplus

Capital Reserve	37,005,250	37,005,250
Securities Premium	67,350,000	67,350,000

Surplus/(Deficit) in statement of profit and loss

Balance as per last financial statement	59,534,878	61,362,228
Add: Profit/(loss) for the year	<u>(33,771,273)</u>	<u>(1,827,350)</u>
Net surplus/(Deficit) in statement of profit and loss	25,763,605	59,534,878
	<u>130,118,855</u>	<u>163,890,128</u>

Note - 4 Long-term borrowings**Secured**

From Banks (Refer Note no. 23.2(a))	39,457,672	43,302,471
From Financial Institutions	-	-
	<u>39,457,672</u>	<u>43,302,471</u>

Note - 5 Short-term borrowings**Secured**

From Banks (Refer Note no. 23.3(a))	999,641	-
From Financial Institutions (Refer Note no. 23.3(b))	-	27,253,552
Unsecured Loan	590,000	-
Cash Credit with Union Bank of India (Refer Note no. 23.4)	79,873,846	78,297,914
	<u>81,463,487</u>	<u>105,551,465</u>

Note - 6 Trade payables

Sundry Creditors (Payable To dealer registered under SSI) Note- 23.5

Sundry Creditors	-	-
	<u>202,365,892</u>	<u>124,197,523</u>
	<u>202,365,892</u>	<u>124,197,523</u>

Note - 7 Other current liabilities

Other payables	5,825,889	12,586,415
Statutory remittances	607,750	2,421,730
Security deposits from sub-contractors & other	198,714	204,834
	<u>6,632,353</u>	<u>15,212,979</u>



DIAMANT INFRASTRUCTURE LIMITED

Note - 8.1 Fixed assets

A. Tangible Assets

Gross Block

	Balance as at 1 April 2016	Additions	Disposals	Acquisitions through business combinations	Reclassified as held for sale	Revaluation increase	Effect of foreign currency exchange	Borrowing cost capitalised	Impairment during the period	Balance as at 31 March, 2017
	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)
Plant & Equipments	59,880,259	-	47,259,161	-	-	-	-	-	-	12,621,098
Furniture & Fixtures	3,793,183	-	-	-	-	-	-	-	-	3,793,183
Vehicles	6,106,044	-	1,075,074	-	-	-	-	-	-	5,030,970
Office Equipments	538,236	15,000	371,496	-	-	-	-	-	-	181,740
Total	70,317,722	15,000	48,705,731	-	-	-	-	-	-	21,626,991
Previous year	(165,795,248)	(62,000)	(95,539,526)	-	-	-	-	-	-	70,317,722

Note - 8.1 Fixed assets (contd.)

A. Tangible Assets

Accumulated depreciation and impairment

	Balance as at 1 April 2016	Depreciation/amortisation expenses for the year	Eliminated on disposal of assets	Eliminated on reclassification as held for sale	Impairment losses recognised in statement of profit and loss	Reversal of impairment losses recognised in statement of profit & Loss	Other adjustments	Balance as at 31 March 2017	Balance as at 31 March 2017	Balance as at 31 March 2016
	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)
Plant & Equipments	25,710,174	3,835,421	22,904,769	-	-	-	-	6,640,826	5,980,272	34,170,085
Furniture & Fixtures	1,671,823	360,352	-	-	-	-	-	2,032,175	1,761,008	2,121,360
Vehicles	3,245,174	688,777	804,856	-	-	-	-	3,129,095	1,901,875	2,860,870
Office Equipments	388,782	63,272	371,496	-	-	-	-	80,558	101,182	149,454
Total	31,015,953	4,947,822	24,081,121	-	-	-	-	11,882,654	9,744,337	39,301,769
Previous year	(76,790,544)	(7,173,276)	(52,806,017)	-	-	-	(141,850)	(31,015,953)	(39,301,769)	(89,004,704)

Note - 8.2 Fixed assets

B. Intangible Assets

Gross block

	Balance as at 1 April 2016	Additions	Disposals	Acquisitions through business combinations	Reclassified as held for sale	Effect of foreign currency exchange differences	Borrowing cost capitalised	Impairment during the Period	Balance as at 31st March 2017
	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)
Computer Software	-	48,694	-	-	-	-	-	-	48,694
Total	-	48,694	-	-	-	-	-	-	48,694
Previous year	(132,034)	-	(132,034)	-	-	-	-	-	-

Note - 8.2 Fixed assets (Contd.)**B. Intangible Assets****Accumulated depreciation and impairment**

	Balance as at 1 April 2016	Depreciation/amortisation expense for the year	Eliminated on disposal of assets	Eliminated on reclassification as held for sale	Impairment losses recognised (reversed) in Statement of Profit & Loss	Other adjustments	Balance as at 31 March, 2017	Balance as at 31 March, 2017	Balance as at 31 March, 2016
	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)
Computer Software	-	4,269	-	-	-	-	4,269	44,425	-
Total	-	4,269	-	-	-	-	4,269	44,425	-
Previous year	(132,034)	-	-	-	-	(132,034)	(1,32,034)	-	(24,366)

Particulars	2017 (₹)	2016 (₹)
Note - 9 Non-current investments (at cost)		
Pusad Urban Co-operative Bank Ltd (212500 shares of ₹ 10/- each fully paid up)	2,125,000	2,125,000
Ginger Infrastructure Pvt. Ltd. (Associate Company) - (Refer Note No- 23.20) (5000000 shares of ₹ 10/- each fully paid up)	50,000,000	50,000,000
	<u>52,125,000</u>	<u>52,125,000</u>
Note - 10 Inventories (As taken, valued and certified by management)		
Uncertified contract revenues (At cost)	-	-
Raw Material (At lower of cost and realisable value)	-	-
Stock of stores and spares (At lower of cost and realisable value)	-	-
Property at Beltarodi/Dabha (At cost)	40,489,551	40,489,551
	<u>40,489,551</u>	<u>40,489,551</u>
Note - 11 Trade receivables (Unsecured, Considered good)		
Trade receivables outstanding for a period exceeding six months	279,598,349	29,370,404
Other Trade receivables	69,820,437	267,387,312
	<u>349,418,786</u>	<u>296,757,716</u>
Note - 12 Cash and cash equivalents		
Cash and its equivalents	55,241	1,433,522
Balance with banks		
- In current accounts	357,140	80,544
- In earmarked deposit account (Refer Note 23.1(i)(C))	10,321	111,882
	<u>422,702</u>	<u>1,625,948</u>
Note - 13 Other Current Assets (Unsecured, Considered Good)		
Security deposits with clients	9,123,476	13,990,971
Security deposits for Registered Office (with Mr. Naresh Saboo)- Note-23.21	2,000,000	-
Prepaid expenses	101,444	104,554
Balance with Government authorities	12,685,393	20,177,076
Advance recoverable in cash or in kind or for value to be received	45,088,088	49,535,250
	<u>68,998,401</u>	<u>83,807,851</u>



DIAMANT INFRASTRUCTURE LIMITED

Particulars	2017 (₹)	2016 (₹)
Note - 14 Revenue from operations		
Contract and sub-contract receipts	11,734,695	191,763,584
Sales	119,346,532	282,014,253
	<u>131,081,227</u>	<u>473,777,837</u>
Note - 15 Other Income		
Excess Depreciation	-	144,847
Interest income	666,261	382,331
Balance written off	(1,729)	229,863
Discount & Difference	19,072	10,088
Other Income	455	149,185
Interest Waiver	1,271,288	-
	<u>1,955,347</u>	<u>916,314</u>
Note - 16 Purchases and direct expenses		
Purchases of trading goods	119,176,217	276,808,848
Construction Material	-	28,647,756
Contract work payment	-	94,369,480
Fuel expenses	154,967	12,044,062
Repairs & maintenance	-	-
- Vehicles	242,772	533,778
- Machinery & Plant	-	478,516
Insurance expenses	133,410	371,761
Transport charges	-	169,501
Freight & Octroi Expense	-	27,625
Labour charges	-	62,170
Machinery Hire charges	-	335,600
Stores & Consumables	-	18,481
Miscellaneous expenses	-	179,430
Construction Charges	-	258,766
	<u>119,707,366</u>	<u>414,305,774</u>
Note - 17 Changes in inventories		
Stock as at 31st March	-	-
Uncertified contract revenues	-	-
Stock of trading goods, stores, spares and property	40,489,551	40,489,551
	<u>40,489,551</u>	<u>40,489,551</u>
Less : Stock as at 1st April	-	-
Uncertified contract revenues	-	5,242,167
Stock of trading goods, stores, spares and property	40,489,551	47,526,853
Raw Material	-	-
	<u>40,489,551</u>	<u>52,769,020</u>
	<u>-</u>	<u>12,279,469</u>
Note - 18 Employee benefit expenses		
Salaries and bonus	736,515	2,989,663
Staff welfare expenses	18,409	227,948
EPF (Employer Contribution)	24,597	-
ESIC (Employer Contribution)	10,783	-
PF Admin Expense	2,786	-
Other employee benefits	-	111,594
	<u>793,090</u>	<u>3,329,205</u>

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Particulars	2017 (₹)	2016 (₹)
Note - 19 Finance cost		
Bank charges	38,489	562,049
Interest on secured loans	27,088,807	24,030,372
Loan processing charges	-	698,610
	<u>27,127,296</u>	<u>25,291,032</u>
Note - 20 Other Expenses		
Advertisement	28,320	40,080
Electricity charges	29,700	349,010
Telephone expenses	90,503	190,869
Directors Remuneration	420,000	1,680,000
Postage & telegram	3,911	43,789
Printing & stationery	43,499	74,470
Rent, rates and taxes	240,000	385,876
Travelling & conveyance	80,768	389,630
Office and general expenses	76,395	167,044
Legal and Professional Charges	87,450	230,858
Security Guard Charges	-	455,798
Payment to auditor (Refer note below)	230,000	230,000
Carting Charges	-	3,665
Brokerage & Commission	-	5,000
Miscellaneous Expenses	336,628	330,593
Tender Fees	-	5,000
BSE Charges	229,000	239,813
Swachh Bharat Cess	-	39,229
Membership & Subscription	156,312	68,783
Interest on Sales Tax & other Expenses	-	444,412
TDS Deducted Written Off	2,445,633	-
Interest on Service Tax	-	287,536
	<u>4,498,119</u>	<u>5,661,456</u>
Payment to auditor:		
As auditor:		
Statutory Audit fee	100,000	100,000
Tax audit fee	25,000	25,000
Limited review	60,000	60,000
VAT Audit fee	25,000	25,000
In other capacity:		
Other services (certification fees)	20,000	20,000
	<u>230,000</u>	<u>230,000</u>



DIAMANT INFRASTRUCTURE LIMITED

Note - 21 Segment information

The Company has identified business segments as its primary segment. Business segments are primarily Infrastructure and Trading. Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable.

Particulars	For the year ended 31 March, 2017			Total
	Business Segments			
	Infrastructure	Trading	Unallocable	
	(₹)	(₹)	(₹)	
Revenue	11,734,695 (191,763,587)	119,346,532 (282,014,253)	- -	131,081,227 (473,777,840)
Segment result	(1,040,985) (27,903,168)	110,318 (332,229)	- -	(930,667) (28,235,397)
Operating income	11,203,546 (46,860,365)	170,315 (332,229)	- -	11,373,861 (47,192,594)
Other income (net)	1,955,347 (916,314)	- -	- -	1,955,347 (916,314)
Profit before taxes	(30,285,314) (2,956,482)	110,318 -	- -	(30,174,996) (2,956,482)
Tax expense	- -	- -	3,596,276 (1,129,132)	3,596,276 (1,129,132)
Net profit for the year	(33,881,590) (2,099,579)	110,318 (272,229)	- -	(33,771,273) (1,827,350)

Particulars	For the year ended 31 March, 2017			Total
	Business Segments			
	Infrastructure	Trading	Unallocable	
	(₹)	(₹)	(₹)	
Segment assets	251,381,514 (310,050,384)	269,861,688 (205,500,620)	9,203,057 (8,454,731)	530,446,259 (524,005,735)
Segment liabilities	128,483,894 (317,951,455)	200,609,621 (205,228,391)	825,889 (825,889)	329,919,404 (524,005,735)
Depreciation and amortisation (allocable)	4,952,091 (7,173,276)	- -	- -	- -

Note: Figures in Brackets indicates previous years figures

Note - 22 Related party transactions**Description of relationship**

Key Management Personnel (KMP)

Names of related parties

Naresh Saboo (Managing Director)
 Kamlesh Prasad (Whole-time Director)
 Moha. Israil Sheikh (Executive Director)
 Yash Saboo (Chief Financial Officer) from 14-02-2017
 Riddhi Saboo (Chief Financial Officer) till 14-02-2017

Relatives of KMP

Ms. Madhu Saboo (Wife of the Managing Director Mr Naresh Saboo)
 Mr Rakesh Prasad (Brother of the Whole Time Director Mr Kamlesh Prasad)

Company in which KMP/Relatives of exercise significant influence

M/s. Saboo Capital and Securities Pvt Ltd
 (Company in which the Managing Director Mr Naresh Saboo is a Director)
 M/s. Ginger Infrastructure Pvt. Ltd.
 (Company in which the Managing Director Mr Naresh Saboo and son of Israil Sheikh is a Director)
 M/s. Diamant Infrastructure Developers Pvt. Ltd.
 (Company in which the Managing Director Mr Naresh Saboo is a Director)
 M/s. Diamant Securities Pvt. Ltd.
 (Company in which the Managing Director Mr Naresh Saboo is a Director)
 M/s. Diamant Earthen Resources Pvt. Ltd.
 (Company in which the Managing Director Mr Naresh Saboo is a Director)
 M/s Orange City Club Pvt. Ltd.
 (Company in which the Managing Director Mr Naresh Saboo is a Director)
 M/s Ginger Banquets Pvt. Ltd.
 (Company in which the Managing Director Mr Naresh Saboo is a Director)
 M/s Borele Buildcon pvt. Ltd
 (Company in which the Executive Director Mr Israil Sheikh is a Director)
 M/s Vibrant Energy Ltd
 (Company in which the Executive Director Mr Israil Sheikh is a Director)
 M/s Skyland Realty Developers Pvt Ltd
 (Company in which the Executive Director Mr Israil Sheikh is a Director)
 M/s Sangamner Loni Infrastructure Pvt Ltd
 (Company in which the Executive Director Mr Israil Sheikh is a Director)
 M/s Dolly Infraventures Pvt Ltd
 (Company in which the Executive Director Mr Israil Sheikh is a Director)

Note: Related parties have been identified by the Management.



DIAMANT INFRASTRUCTURE LIMITED

Details of Related Party Transaction during the year ended 31 March 2017 and balances outstanding as at 31 March 2017 :

Particulars	KMP	Relatives of KMP	Entities in which KMP/relatives of KMP have significant influence	Total
Directors Remuneration	4,20,000 (1,680,000)	- (-)	- (-)	420,000 (1,680,000)
Salaries paid	- (-)	180,480 (360,860)	- (-)	180,480 (360,860)
Rent paid	120,000 (60,000)	120,000 (120,000)	- (-)	240,000 (180,000)
Loans taken	21,700,000 (-)	- (-)	11,180,000 (60,245,000)	32,880,000 (60,245,000)
Repayment of Loans taken	21,700,000 (-)	- (-)	10,590,000 (72,245,000)	32,290,000 (72,245,000)
Contract Receipt	- (-)	- (-)	- (76,821,561)	- (76,821,561)
Legal & Professional Charges	- (-)	- (-)	- (-)	- (-)
Balances outstanding at the end of the year				
Trade Payables	2,045,000 (-)	90,000 (15,080)	- (-)	2,135,000 (15,080)
Trade Receivable	- (-)	- (-)	41,693,009 (53,393,009)	41,693,009 (53,393,009)
Unsecured Loan	- (-)	- (-)	590,000 (-)	590,000 (-)

Note: Figures in bracket relates to the previous year

Note - 23 Additional information to the financial statements

Note	Particulars	31st March 2017	31st March 2016
23.1	Contingent liabilities and commitments (to the extent not provided for)	(₹)	(₹)
(i)	Contingent liabilities		
	(a) Claims against the Company not acknowledged as debt		
	Demand Notice from Sales tax (Refer Note 23.14 below)	1,150,000/-	-
	Penalty – Sales tax - on the above demand notice	-	-
	(b) Guarantee Given on behalf of the subsidiary (Ginger Infrastructure Pvt. Ltd.)	30,00,00,000	-
	Associate has obtained a loan from Andra Bank of Rs. 30 crores and Holding company has given a guarantee for that loan and 4 flats as additional security at the time when the company is a subsidiary) And till the date of audit the holding company has also given its 3 additional flat which has been held in its stock as additional security for that loan in the current year.		

(c) **Appeal to High Court against Local Body Tax** 7,520,319.00 -

The LBT dept of Nagpur has raised a demand against the company and the company has preferred an appeal to the commissioner against that order and there after the commissioner has also passed an order against the company for which in the current year the company has preferred an option to the high court.

(d) **Appeal to Income tax Appellate Tribunal** 9,074,721.00 -

The company has preferred an appeal to the ITAT for the A.Y. 2007-08 regarding payment of Interest and Tax.

23.2 Details of Long term borrowings (Secured)

a) From Banks:

Name of the Bank	No of o/s installments	Amount o/s	Secured by way of Hypothecation of
Union Bank of India	36 (48)	608,457 (763,737)	Innova Car

Further all the above borrowings are also secured by way of personal guarantee of Mr. Naresh S. Saboo, Managing Director. Further, the secured borrowings are repayable over a period of 7 years.

Pusad Urban Co - Op. Bank Ltd.	63 (75)	38,849,215 (42,538,734)	10 Plots of "Hajaripahad" whose owner is Mr Mohd. Israil Hanif Shiekh (Director)
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Further the above Term Loan are also secured by way of personal guarantee of Mohd. Israil Hanif Shiekh (Director) & His Proprietary firm M/s Dolly Enterprises, Mr Naresh Saboo(MD),Mrs Madhu Naresh Saboo (Wife of MD),Mr Kamesh Prasad (WTD) . Further, the secured borrowings are repayable over a period of 7 years.

23.3 Details of Short term borrowings (Secured)

a) From Banks:

Name of the Bank	No of o/s installments	Amount o/s	Secured by way of Hypothecation of
Srei Equipment Finance Ltd	- (05)	- (5,113,806)	Vogle Paver
Srei Equipment Finance Ltd	- (05)	- (11,657,601)	Hot Mix Plant
Srei Equipment Finance Ltd	- (05)	- (9,254,876)	Crusher & 500 KVA DG
Srei Equipment Finance Ltd	- (05)	- (334,728)	Truck & Crain
Srei Equipment Finance Ltd	- (05)	- (133,897)	2 Kurb Machines
Srei Equipment Finance Ltd	- (05)	- (312,391)	HM Wheel Loader
Srei Equipment Finance Ltd	- (05)	- (446,253)	WMM Plant

Note: Figures in bracket indicates previous years figures

Further all the above borrowings are also secured by way of personal guarantee of Mr. Naresh S. Saboo, Managing Director. Further, the secured borrowings are repayable over a period of 3 years.



DIAMANT INFRASTRUCTURE LIMITED

23.4 Fund based Cash credit facility (sanctioned amount ₹ 800 lacs) and non fund based Bank Guarantee Facility (sanctioned limit of ₹ 50 lacs) from Union Bank of India is secured primarily by way of hypothecation of movable current assets of the company including stock of materials, work in progress, finished goods and whole of the company's bills outstanding, receivables, book debts and collaterally by mortgage of Flat at Mumbai and Nagpur and office premises at Nagpur in the name of the Managing Director, Mr. Naresh Saboo jointly with his wife Mrs. Madhu Saboo and pledge of 50,00,000 equity shares of ₹ 2/- each of the company held by the promoter company M/s Saboo Capital and Securities Pvt Ltd and also by personal guarantee of Mr. Naresh S. Saboo, Managing Director and Madhu Saboo, wife of Managing Director and corporate guarantee by the promoter company M/s. Saboo Capital and Securities Pvt Ltd.

23.5 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 Micro, Small and Medium Enterprises in terms of section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 have been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by the auditors. The Company has not received any instruction from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Every Dealer has accepted that they are not registered under Micro, Small and Medium Enterprises Development Act, 2006 and hence, disclosures if any, relating to amounts unpaid as at the yearend together with interest payable as required under the said Act have been given NIL.

23.6 Earnings per share (EPS)

The following reflects the profit and share data used in the basic and diluted EPS computations:

	<u>31 March, 2017</u>	<u>31 March, 2016</u>
	(₹)	(₹)
Total (continuing) operations for the year		
Profit/(loss) after tax	(33,771,273)	(18,27,350)
Less : Dividends on convertible preference share & tax thereon	-	-
Net profit/(loss) for calculation of basic/diluted EPS	(A) (33,771,273)	(18,27,350)
Weighted average number of equity shares in calculating basic EPS	(B) 35,204,000	35,204,000
Earnings per share (EPS) (basic/diluted) (*)	(A/B) (0.96)	(0.05)

23.7 Deferred Tax Asset/Liability (Net)

	<u>31 March, 2017</u>	<u>31 March, 2016</u>
	(₹)	(₹)
Deferred Tax Liability		
Balance as per last B/sheet	-	-
On difference between book balance and tax balance of fixed assets	-	-
Gross deferred tax liability	(A) -	-
Deferred tax assets	8,454,731	6,602,127
On difference between book balance and tax balance of fixed assets	748,326	1,852,604
Gross deferred tax assets	(B) 9,203,057	8,454,731
Deferred tax Asset/(Liability) (Net)	(B-A) 9,203,057	8,454,731
	<u>31 March, 2017</u>	<u>31 March, 2016</u>
	(₹)	(₹)

23.8 Value of imports calculated on CIF basis

Nil Nil

23.9 Expenditure in foreign currency

Nil Nil

23.10 Earnings in foreign exchange

Nil Nil

23.11 The balances appearing under unsecured loans, sundry creditors, sundry debtors, loans and advances, and certain banks are subject to confirmation and reconciliation and consequential adjustment, if any, will be accounted for in the year of confirmation and/or reconciliation

23.12 In the opinion of the Board, assets other than fixed assets do have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

- 23.13** The Company does not have any employee on payroll from the mid of 2016 and on the basis of Actuarial Certificate of Rs. Nil amount regarding employee benefit expense we have not provided any provisions for gratuity, leave encashment etc. For this purpose we have relied on the certificate of actuarial calculation.
- 23.14** The sales tax department in the financial year 2011-12, raised a demand on the company for ₹ 22,00,000/-, against which the Company has preferred an appeal against the department with the Assistant Commissioner of Sales Tax (Appeals). The company has already deposited ₹ 10,50,000/- of the demand raised under protest. During the Current Financial Year the matter has been decided against the company for which further appeal in front of appellate tribunal has been filled and the matter is still pending in front of the tribunal. Based on the prevalent decisions of the appellate authorities and the interpretations of the other relevant provisions, the company has been legally advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision for the balance demand has been done.
- 23.15** The LBT (Local Body Tax Department) of the Nagpur has raised a demand order against payment of tax liability with interest and penalty for which company has filled an appeal in front of Commissioner Appeal by depositing the only duty demanded but the same has been paid under protest, the order has been passed by the commissioner against the company and the company has been directed to pay ₹ 75,20,319/- includes Interest and Penalty. But the company has filled a Petition against the order of the Commissioner in the High Court, and till the date of audit no judgement has been passed on the same.
- 23.16** The Schedule III has become effective from 1 April, 2014 for the preparation of financial statements for the period beginning from 1st April 2014. This has significantly impacted the disclosure and presentation made in the financial statements. The management has prepared the financial statements providing appropriate disclosures as required by the said Schedule III and based on the various guidance notes issued in this regard. Accordingly previous year's figures have been regrouped/reclassified and re-instated wherever necessary to correspond with the current year's classification/disclosure as per the Schedule III.
- 23.17** As per section 148 of the Companies Act 2013 and as per Companies (Cost records and Audit) Rules, 2014, the company is required to maintain the cost records if the turnover of the company from all its product and services exceed Rs. 35 crores in the immediately preceding financial year and cost audit will be required to be conducted if the overall annual turnover of the company from all its product and services during the immediately preceding financial year is Rs. 50 crores or more and the aggregate turnover of the individual product or services is Rs. 25 crores or more.
- 23.18** During the year the company had specified bank notes (SBN's) or other denomination notes as defined in the MCA notification G.S.R 308(E), dated March 31,2017. The details of SBN's held and transacted during the period from November 8 2016 to December 30 2016, the

Particular	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	1,550,000	4,280	1,554,280
(+) Permitted receipts	-	95,000	95,000
(-) Permitted payments	-	11,154	11,154
(-) Amount deposited in Banks	1,550,000	-	1,550,000
Closing cash in hand as on 30.12.2016	-	88,126	88,126

- 23.19** During the Current Financial MCA has conducted inspection of the books of account of the company as per Sec. 206 of the companies Act, 2013 and received a show cause notice for the levied of Penalty and the reply as required has also been submitted by the company, however till the date of audit no penal notice has been received by the company, hence the provision for the liability or contingent liability has not been considered in the books for the year ended 31st March 2017.
- 23.20** Diamant Infrastructure Ltd. Has purchased the shares in M/s Ginger Infrastructure Pvt. Ltd earlier which was subsidiary of the company and thereafter in the Financial year 2015-16 the same has become an associate company of Diamant Infrastructure Ltd.
- 23.21** The Premises of M/s Diamant Infrastructure Ltd. Has Registered office at the rented premises which is owned by Mr. Naresh Saboo Managing Director of the company. For this purpose company has deposited a Sum of Rs. 20,00,000/- as security deposit with Mr. Naresh Saboo & Mrs. Madhu Saboo as described in Note-13



DIAMANT INFRASTRUCTURE LIMITED

Independent Auditor's Report on Consolidated Financial statement

To the Members of Diamant Infrastructure Ltd. Report on the Financial Statements

We have audited the accompanying Consolidated financial statements of **Diamant Infrastructure Ltd.** Which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 with respect to the preparation of these Consolidated financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid (Consolidated) financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2017, and its Profit/Loss and its Cash Flow for the year ended on that date.

Independent Auditor's Report on Consolidated Financial statement

During the current year company has given a 3 additional Flats as collateral security on behalf of loan obtained by M/s Ginger Infrastructure Pvt. Ltd. from Andhra Bank Ltd. The company has violated Sec 185 and 186 of companies Act, 2013 and as explained in clause 4 of the Annexure A to the Independent Auditors Report.

The company has not appointed any full time company secretary as required by the companies Act, 2013.

There are also certain advances made by the company which are outstanding during the whole year and no amount has been recovered with respect to the same. The amount of advances which are outstanding amounted to Rs. 4,00,00,000/-.

During the Current Financial year the company has disposed off its substantial fixed asset which are compulsorily required for running the infrastructure business of the company and also in the current year company has terminated all its employees from the employment, on the basis of this information and also company is incurring huge losses continuously from last 3 years hence in our opinion this might affect the going concern concept of the company in the near future. But on the basis of written representation received from the Management we have been informed that this is temporary in nature and in the near future they will carry on the business effectively.

The books of Accounts of the associate company M/s Ginger Infrastructure Pvt. Ltd. for the current financial has been audited by M/s Virani and Co. Chartered Accountants and we have been provided with the copy of the audit report and we have relied upon the same. The same audit report of the associate has been considered for the purpose of consolidation. The total Turnover of the associate company included in the consolidated turnover is 1014.84 lacs and Net Current asset of the same is 1501.17 lacs.

For and on behalf of,
Pilla Mathur Manuja & Co.
Chartered Accountants
FRN No:- 124471W
Thakur J. Manuja
Partner
M.No:- 113940
Place: Nagpur
Date: 30.05.2017



DIAMANT INFRASTRUCTURE LIMITED

Consolidated Balance Sheet as at 31 st March, 2017

Particulars	Note No.	As at 31 March 2017 (₹)	As at 31 March 2016 (₹)
Equity and liabilities			
Shareholder's funds			
Share capital	2	70,408,000	70,408,000
Reserves and surplus	3	130,189,083	163,880,907
Money received against share warrants			
Minority Interest		-	-
Share Application Pending Allotment			
Non-current liabilities			
Long term borrowings	4	39,457,672	43,302,471
Deferred tax liabilities (Net)	23.7	-	-
Other Long Term borrowings		-	-
Long Term Provisions		-	-
Current liabilities			
Short-Term borrowings	5	81,463,487	105,551,466
Trade payables	6	202,365,892	124,197,523
Other current liabilities	7	6,632,352	15,212,978
Short-Term Provisions			
Total		530,516,486	522,553,345
Assets			
Non-current assets			
Fixed assets			
Tangible assets	8.1	9,744,337	39,301,769
Intangible assets	8.2	44,425	-
Capital work in progress		-	-
Intangible assests under development		-	-
Non-curent investments	9	52,195,227	52,115,779
Deffered Tax Assets (Net)	23.7	9,203,057	8,454,731
Long Term Loans & Advances		-	-
Other Non Current Asset		-	-
Current assets			
Current Investment			
Inventories	10	40,489,551	40,489,551
Trade receivables	11	349,418,786	296,757,716
Cash and cash equivalents	12	422,702	1,625,948
Short Term Loan & Advances	-	-	-
Other current assets	13	68,998,401	83,807,851
Total		530,516,486	522,553,345
Notes forming part of the financial statements	1-23		

As per our report of even date
For Pilla Mathur Manuja & Co.
Chartered Accountants
(FRN: 124471W)

CA Thakur J. Manuja
Partner
Membership No: 113940

Place : Nagpur
Date : 30th May, 2017

**For and on behalf of the Board of Directors of
Diamant Infrastructure Limited**

Naresh Saboo
Managing Director

Kamlesh Prasad
Director

Consolidated Statement of Profit and loss account for the year ended 31st March, 2017

Particulars	Note No.	2017 (₹)	2016 (₹)
Income			
Revenue from operations	15	164,909,440	447,776,852
Other Income	16	1,963,986	916,314
Total revenue		166,873,427	448,693,165
Expenditure			
Cost of material consumed		-	-
Purchases and direct expenses	17	175,047,990	440,196,352
Changes in inventories	18	(41,361,520)	(48,512,210)
Employee benefit expenses	19	3,045,768	5,002,297
Finance cost	20	39,625,983	29,821,257
Depreciation and amortisation expense	8.1 & 8.2	4,979,213	7,182,497
Other expenses	22	9,479,869	8,358,254
Total expenditure		190,817,302	442,048,447
Profit/(Loss) before exceptional and extraordinary items and tax		(23,943,876)	6,644,718
Exceptional items (loss on sale of fixed asset)		-	-
Profit/(Loss) before extraordinary items and tax		(23,943,876)	6,644,718
Extraordinary items		(6,133,610)	(9,610,421)
Profit/(Loss) before tax		(30,077,486)	(2,965,703)
Tax expenses		-	-
Current Tax		392,652	723,472
Deferred Tax Assets	23.7	(745,960)	(1,852,604)
Current Tax expense relating to prior years		3,976,867	-
		3,623,559	(1,129,132)
Profit/(Loss) for the year from continuing operations		(33,701,045)	(1,836,571)
Earnings per share:			
Basic and Diluted	23.6	(0.96)	(0.05)
Computed on the basis of total profit from continuing operations		-	-
Notes forming part of the financial statements	1-23		

As per our report of even date
For Pilla Mathur Manuja & Co.
Chartered Accountants
(FRN: 124471W)

CA Thakur J. Manuja
Partner
Membership No: 113940

Place : Nagpur
Date : 30th May, 2017

**For and on behalf of the Board of Directors of
Diamant Infrastructure Limited**

Naresh Saboo
Managing Director

Kamlesh Prasad
Director



DIAMANT INFRASTRUCTURE LIMITED

Consolidated Cash flow statement for the year ended 31st March, 2017

Particulars	Note No.	As at 31st March 2017 (₹)	As at 31st March 2016 (₹)
Cash flows from operating activities			
Net profit before tax		(30,077,486)	(2,965,703)
Adjustments for			
Add : Non Cash Item/Items required to be disclosed separately			
Depreciation and amortisation expense		4,979,213	7,182,497
Finance cost		39,625,983	24,030,372
Impairment of Assets		-	-
Loss on sale / discard/ write off of assets		6,133,610	9,535,796
Interest income		(666,261)	(382,331)
Excess Depreciation w/back		-	(144,847)
Operating profit before working capital changes		19,995,059	37,255,784
Changes in Working Capital:			
Inventories		-	150,685,990
Trade Receivables		(52,661,070)	(67,027,341)
Other current assets		10,244,581	1,148,501
Adjustments for increase / (decrease) in operating liabilities:			
Trade payables		78,168,369	(5,195,893)
Other current liabilities		(8,580,626)	(26,082,498)
Profit generated from operations		47,166,313	90,784,543
Taxes paid (net of refunds)		234,694.00	3,921,450
Net Cash generated from operating activities	(i)	47,401,007	94,705,993
Cash flows from investing activities			
Purchase of Investment		-	(52,041,154)
Capital expenditure on fixed assets, including capital advances		(63,694)	(62,000)
Proceeds from sale of fixed assets		18,491,000	33,200,710
Net cash generated from investing activities	(ii)	18,427,306	(18,902,444)
Cash flows from financing activities			
Proceeds from short-term borrowings		(24,087,979)	10,495,676
Proceeds from long-term borrowings		(3,844,799)	(66,574,000)
Interest Income		666,261	382,331
Finance cost		(39,625,983)	(24,030,372)
Net cash generated from financial activities	(iii)	(66,892,500)	(79,726,365)
Net changes in cash and cash equivalents	(i+ii+iii)	(1,203,246)	(3,922,816)
Cash and cash equivalents at the beginning of the year		1,625,948	5,557,985
Cash and cash equivalents at the end of the year		422,702	1,635,169

As per our report of even date
For Pilla Mathur Manuja & Co.
Chartered Accountants
(FRN: 124471W)

CA Thakur J. Manuja
Partner
Membership No: 113940

Place : Nagpur
Date : 30th May, 2017

**For and on behalf of the Board of Directors of
Diamant Infrastructure Limited**

Naresh Saboo
Managing Director

Kamlesh Prasad
Director

Note - 1
Significant Accounting Policies

a. Basis of Preparation of Financial Statements

The financial statements have been prepared with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply in all material respects with the accounting standards notified by Companies (Accounting Standards) Rules, 2013 (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on an accrual basis. The accountings policies have been consistently applied by the Company and are consistent with those used in the previous period.

b. Use of Estimates

The preparation of the financial statements requires the management to take reasonable estimates and assumption that affect the reported amount of assets, liabilities and disclosure of contingent liabilities as at the date of the financial statements. Management believes that these estimates are reasonable and prudent. However, actual results may differ from estimates.

c. Cash Flow Statements

Cash flow statement of the company reports cash flows during the period classified by operating, investing and financial activities.

d. Revenue Recognition

Incomes/Revenues are accounted for on accrual basis except for dividend and interest on income tax and sales-tax refund. Revenue is recognised to the extent that it is probable that the economic benefit will flow to the company and the revenue can be reliably measured.

e. Fixed Assets

Fixed Assets are stated at cost including all incidental expenses incurred for bringing the asset to its current position, less depreciation at rates prescribed in Schedule II to the Companies Act, 2013, subject to provisions of Accounting Standard 26 "Intangible Assets" issued by Institute of Chartered Accountants of India.

f. Depreciation

Depreciation has been provided on Straight Line Method in accordance with Schedule II of the Companies Act, 2013 at the rates specified in schedule II to the Companies Act, 2013, on pro-rata basis with reference to the period of use of such assets. Assets costing less than ` 5,000/- per item are depreciated at 100% in the year of purchase.

g. Amortisation of Intangible Assets

Intangible Assets as defined in Accounting Standard 26-"Intangible Assets" are valued at cost and amortised as per its useful life and value in use.

h. Inventories

Value of work uncertified by the principal contractor, in relation to contract is determined and valued by the management at the year-end and is carried at cost in the balance sheet as Uncertified Contract Revenues.

Property for re-development is valued at cost.

Stock of raw materials, trading goods, stores, spares and consumables is valued at cost.

i. Impairment of Assets

The carrying amounts of Cash Generating Units/Assets are reviewed at each Balance Sheet date to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount is estimated at the higher of net realisable value and value in use. Impairment loss is recognised wherever carrying amount exceeds the recoverable amount.



DIAMANT INFRASTRUCTURE LIMITED

j. Investments

Investments are done in the name of company and valued at its cost, including the amount directly incurred for the purchase of the same, i.e. brokerage, commission etc.

k. Retirement Benefits

All short-term employee benefits are recognised at their undiscounted amount in the accounting period in which they are incurred.

Retirement Benefits in the form of gratuity and leave salary is accounted on payment basis in the year of payment.

l. Borrowing cost

Borrowing cost attributable to the acquisition of fixed assets is capitalised as the part of the cost of that fixed assets, till the date it is put to use. Other borrowing cost is recognised as expenditure in the period in which they are accrued.

m. Segmental reporting

Operations of the company have been bifurcated into two primary segments i.e. Infrastructure and Trading Segments.

Segment Revenue, Results and Assets and Liabilities figures include the respective amounts identifiable to each of the Primary Segments. Other unallocable expenditure, assets and liabilities relates to corporate as a whole.

n. Leases

Lease arrangements where the risks and rewards incident to ownership of an asset substantially vest with the lessor, are recognised as operating leases. Lease rentals under operating leases are recognised in the revenue account on a straight line basis.

o. Earnings Per Share

Earnings per Share has been computed in accordance with Accounting Standard 20 - "Earning Per Share" by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The earnings considered for ascertaining the company's Earnings per Share is the net profit after tax.

p. Income Tax

Provision for current tax is made for the tax liability payable on taxable income after considering the allowances, deductions and exemptions and disallowances if any determined in accordance with the prevailing tax laws.

The differences between the taxable income and the net profit or loss before tax for the period as per the financial statements are identified and the tax effect on the "timing differences" is recognised as deferred tax asset or deferred tax liability. The tax effect is calculated on the accumulated timing differences at the end of the accounting period based on the tax rates and laws, enacted or substantively enacted as of the balance sheet date.

q. Provisions, Contingent Liabilities and Contingent Assets

The Company creates a provision when there is a present obligation as a result of an obligating event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the outflow.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events but their existence is confirmed by the occurrence or non-occurrence of one or more uncertain future events not within the control of the company.

Contingent Assets are neither recognised nor disclosed in the Financial Statements as a matter of prudence.

Notes forming part of the financial statements
Note 2 Share Capital

Particulars	31 March 2017 (₹)	31 March 2016 (₹)
(a) Authorised		
5,00,00,000 equity shares of ₹ 2/- each with voting rights	100,000,000	100,000,000
	100,000,000	100,000,000
(b) Issued , subscribed and fully paid up		
3,52,09,250 equity shares of ₹ 2/- each fully paid up with voting rights	70,418,500	70,418,500
Less : Shares forfeited (1,050 Equity Shares of ₹ 10/- each) (Refer Note (iii) below)	(10,500)	(10,500)
3,52,04,000 Equity Shares of ₹ 2/- each fully paid up with voting rights	70,408,000	70,408,000
Of the Above :		
a) 1,79,84,250 equity shares of ₹ 2/- each have been allotted as fully paid up bonus shares by capitalising free reserves		
b) 1,12,25,000 Equity shares of ₹ 2/- each have been allotted as fully paid by preferential allotment		
	70,408,000	70,408,000
	70,408,000	70,408,000

Notes:**(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period :**

Issued, subscribed and fully paid up

Particulars	Opening Balance	Fresh Issue	Bonus	ESOP	Conversion	Buy Back	Other Changes	Closing Balance
Equity shares with voting rights								
Year ended 31 March, 2017								
- Number of shares-	35,204,000	-	-	-	-	-	-	35,204,000
- Amount (₹)	70,408,000	-	-	-	-	-	-	70,408,000
Year ended 31 March, 2016								
- Number of shares	35,204,000	-	-	-	-	-	-	35,204,000
- Amount (₹)	70,408,000	-	-	-	-	-	-	70,408,000



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Note 2 Share capital (Contd)

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

Class of shares/Name of shareholder	31st March 2017		31st March 2016	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights Saboo Capital & Securities Pvt Ltd	6,449,878	18.32%	6,449,878	18.32%

Particulars	2017 (₹)	2016 (₹)
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Note - 3 Reserves and Surplus

Capital Reserve	37,005,250	37,005,250
Securities Premium	67,350,000	67,350,000

Surplus/(Deficit) in statement of profit and loss

Balance as per last financial statement	59,534,878	61,362,228
Add: Profit/(loss) for the year	(33,701,045)	(1,836,571)
Net surplus/(Deficit) in statement of profit and loss	25,833,833	59,525,657
	<u>130,189,083</u>	<u>163,880,907</u>

Note - 4 Long-term borrowings

Secured		
From Banks (Refer Note no. 23.2(a))	39,457,672	43,302,471
From Financial Institutions	-	-
Unsecured Loan	-	-
	<u>39,457,672</u>	<u>43,302,471</u>

Note - 5 Short-term borrowings

Secured		
From Banks (Refer Note no. 23.3(a))	999,641	-
From Financial Institutions (Refer Note no. 23.3(b))	-	27,253,552
Cash Credit with Union Bank of India (Refer Note no. 23.4)	79,873,846	78,297,914
Unsecured Loan	590,000	-
	<u>81,463,487</u>	<u>105,551,466</u>

Note - 6 Trade payables

Sundry Creditors	202,365,892	124,197,523
	<u>202,365,892</u>	<u>124,197,523</u>

Note - 7 Other current liabilities

Other payables	5,825,889	12,586,415
Statutory remittances	607,750	2,421,730
Security deposits from sub-contractors	198,714	204,834
	<u>6,632,353</u>	<u>15,212,979</u>

Note - 8.1 Fixed assets**A. Tangible Assets****Gross Block**

	Balance as at 1 April 2016	Additions	Disposals	Acquisitions through business combinations	Reclassified as held for sale	Revaluation increase	Effect of foreign currency exchange	Borrowing cost capitalised	Impairment during the period	Balance as at 31 March, 2017
	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)
Plant & Equipments	59,880,259	-	47,259,161	-	-	-	-	-	-	12,621,098
Furniture & Fixtures	3,793,183	-	-	-	-	-	-	-	-	3,793,183
Vehicles	6,106,044	-	1,075,074	-	-	-	-	-	-	5,030,970
Office Equipments	538,236	15,000	371,496	-	-	-	-	-	-	181,740
Total	70,317,722	15,000	48,705,731	-	-	-	-	-	-	21,626,991
Previous year	(165,795,248)	(62,000)	(95,539,526)	-	-	-	-	-	-	70,317,722

Note - 8.1 Fixed assets (contd.)**A. Tangible Assets****Accumulated depreciation and impairment**

	Balance as at 1 April 2016	Depreciation/amortisation expenses for the year	Eliminated on disposal of assets	Eliminated on reclassification as held for sale	Impairment losses recognised in statement of profit and loss	Reversal of impairment losses recognised in statement of profit & Loss	Other adjustments	Balance as at 31 March 2017	Balance as at 31 March 2017	Balance as at 31 March 2016
	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)
Plant & Equipments	25,710,174	3,835,421	22,904,769	-	-	-	-	6,640,826	5,980,272	34,170,085
Furniture & Fixtures	1,671,823	360,352	-	-	-	-	-	2,032,175	1,761,008	2,121,360
Vehicles	3,245,174	688,777	804,856	-	-	-	-	3,129,095	1,901,875	2,860,870
Office Equipments	388,782	63,272	371,496	-	-	-	-	80,558	101,182	149,454
Total	31,015,953	4,947,822	24,081,121	-	-	-	-	11,882,654	9,744,337	39,301,769
Previous year	(76,790,544)	(7,173,276)	(52,806,017)	-	-	-	(141,850)	(31,015,953)	(39,301,769)	(89,004,704)

Note - 8.2 Fixed assets**B. Intangible Assets****Gross block**

	Balance as at 1 April 2016	Additions	Disposals	Acquisitions through business combinations	Reclassified as held for sale	Effect of foreign currency exchange differences	Borrowing cost capitalised	Impairment during the Period	Balance as at 1 April 2017
	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)
Computer Software	-	48,694	-	-	-	-	-	-	48,694
Total	-	48,694	-	-	-	-	-	-	48,694
Previous year	(132,034)	-	(132,034)	-	-	-	-	-	-



DIAMANT INFRASTRUCTURE LIMITED

Note - 8.2 Fixed assets (Contd.)

B. Intangible Assets

Accumulated depreciation and impairment

	Balance as at 1 April 2016	Depreciation/ amortisation expense for the year	Eliminated on disposal of assets	Eliminated on reclassification as held for sale	Impairment losses recognised/(reversed) in Statement of Profit & Loss	Other adjustments	Balance as at 31 March, 2017	Balance as at 31 March, 2017	Balance as at 31 March, 2016
	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)
Computer Software	-	4,269	-	-	-	-	4,269	44,425	-
Total	-	4,269	-	-	-	-	4,269	44,425	-
Previous year	(132,034)	-	-	-	-	(132,034)	-	-	(24,366)

Particulars	2017 (₹)	2016 (₹)
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Note - 9 Non-current investments (at cost)

Pusad Urban Co-operative Bank Ltd (212500 shares of ₹ 10/- each fully paid up)	2,125,000	2,125,000
Investment in Associate Company Ginger Infrastructure Pvt. Ltd. - (Goodwill-9221) - (Note No- 23.20) (5000000 shares of ₹ 10/- each fully paid up)	50,070,227	49,990,779
	<u>52,195,227</u>	<u>52,115,779</u>

Note - 10 Inventories

(As taken, valued and certified by management)		
Uncertified contract revenues (At cost)	-	-
Raw Material (At lower of cost and realisable value)	-	-
Stock of stores and spares (At lower of cost and realisable value)	-	-
Property at Beltarodi/Dabha (At cost)	40,489,551	40,489,551
	<u>40,489,551</u>	<u>40,489,551</u>

Note - 11 Trade receivables

(Unsecured, Considered good)		
Trade receivables outstanding for a period exceeding six months	279,598,349	29,370,404
Other Trade receivables	69,820,437	267,387,312
	<u>349,418,786</u>	<u>296,757,716</u>

Note - 12 Cash and cash equivalents

Cash and its equivalents	55,241	1,433,522
Balance with banks		
- In current accounts	357,140	80,544
- In earmarked deposit account (Refer Note 23.1(i)(C))	10,321	111,882
- In Unpaid Dividend Account	-	-
	<u>422,702</u>	<u>1,625,948</u>

Note - 13 Other Current Assets

(Unsecured, Considered Good)		
Security deposits with clients	11,123,476	13,990,971
Rent Deposits for Registered Office (with Mr. Naresh Saboo & Mrs. Madhu Saboo) - Note 23.21	-	-
Prepaid expenses	101,444	104,554
Balance with Government authorities	12,685,393	20,177,076
Advance recoverable in cash or in kind or for value to be received	45,088,088	49,535,250
	<u>68,998,401</u>	<u>83,807,851</u>

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Particulars	2017 (₹)	2016 (₹)
Note - 14 Revenue from operations		
Contract and sub-contract receipts	45,562,908	165,762,598
Sales	119,346,532	282,014,253
	<u>164,909,440</u>	<u>447,776,852</u>
Note - 15 Other Income		
Excess Depreciation	-	144,847
Share in Post Acquisition Profit of Subsidiary	-	-
Interest income	666,261	382,331
Balance written off	(1,729)	229,863
Interest Waiver	1,271,288	-
Discount & Difference	19,072	10,088
Other Income	9,094	149,185
	<u>1,963,986</u>	<u>916,314</u>
Note - 16 Purchases and direct expenses		
Purchases of trading goods	119,176,217	276,808,848
Construction Material	28,880,287	42,439,458
Contract work payment	25,192,043	106,275,365
Construction Rights	154,967	-
Local Body Tax	-	-
Fuel expenses	36,703	12,044,062
Repairs & maintenance	-	-
- Vehicles	242,772	533,778
- Machinery & Plant	-	478,516
Insurance expenses	133,477	372,141
Transport charges	422,241	337,105
Labour Charges	-	62,170
Miscellaneous expenses	-	179,430
Construction Charges	-	258,766
Machinery Hire charges	-	335,600
Stores & Consumables	34,542	18,481
Safety Materail Purchase	8,196	25,007
Water Charges	1,200	-
Elevator Purchase	765,345	-
Freight & Octroi Expense	-	27,625
	<u>175,047,990</u>	<u>440196352</u>
Note - 17 Changes in inventories		
Stock as at 31st March		
Uncertified contract revenues	148,318,701	106,957,181
Stock of trading goods, stores, spares and property	404,89,551	40,489,551
	<u>188,808,252</u>	<u>147,446,732</u>
Less : Stock as at 1st April		
Uncertified contract revenues	106,957,181	51,407,669
Stock of trading goods, stores, spares and property	40,489,551	47,526,853
Raw Material	-	-
	<u>147,446,732</u>	<u>98,934,522</u>
	<u>(41,361,520)</u>	<u>(48,512,210)</u>



DIAMANT INFRASTRUCTURE LIMITED

Particulars	2017 (₹)	2016 (₹)
Note - 18 Employee benefit expenses		
Salaries and bonus	2,822,390	4,577,354
Staff welfare expenses	89,151	283,461
EPF (Employer Contribution)	90,844	-
ESIC (Employer Contribution)	29,076	-
PF Admin Expense	6,975	-
Other employee benefits	-	141,482
Incentive Paid	7,332	-
	3,045,768	5002297
Note - 19 Finance cost		
Bank charges	81,140	615,712
Interest on secured loans	39,499,785	26,941,863
Interest on unsecured loans	10,000	-
Loan processing charges	-	2251455
Interest on Late Payment of Taxes	35,058	12,227
	39,625,983	29,821,257
Note - 20 Other Expenses		
Advertisement	300,380	392,352
Electricity charges	29,700	349,010
Telephone expenses	90,503	190,869
Directors Remuneration	820,000	1,680,000
Postage & telegram	3,911	43,789
Printing & stationery	126,863	120,182
Rent, rates and taxes	240,000	385,876
Travelling & conveyance	154,769	476,355
Office and general expenses	124,945	190,711
Operating Expenses	739,589	1,185,102
Legal and Professional Charges	113,450	338,014
Security Guard Charges	-	455,798
Administration Exepense	378,604	110,434
Payment to auditor	240,000	238,333
Roc Authorised Capital Increase	-	517,333
Carting Charges	-	3,665
Cenvat Reversal	-	12,228
Commission Paid	156,667	-
Swachh Bharat Cess	63,381	87,857
Business Promotion Expense	263,723	198,667
Brokerage & Commission	-	5,472
Membership & Subscription	177,145	68,783
Pre Oprative Expense	3,016	-
Discount & Roundoff	(15,164)	-
BSE Charges	229,000	239,813
NMC's BOT Agreement Payment	2,457,122	-
TDS Deducted Written Off	2,445,633	-
Tender Fees	-	5,000
Interest on Sales Tax & other Expenses	-	444,412
Interest on Service Tax	-	287,536
Miscellaneous Expenses	336628	330,670
	9,479,867	8,358,254
Payment to auditor:		
As auditor:		
Statutory Audit fee	1,00,000	108,333
Tax audit fee	25,000	25,000
Limited review	60,000	60,000
VAT Audit fee	25,000	25,000
In other capacity:		
Other services (certification fees)	20,000	20,000
	2,30,000	2,38,333

Note - 21 Segment information

The Company has identified business segments as its primary segment. Business segments are primarily Infrastructure and Trading. Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable.

Particulars	For the year ended 31 March, 2017			Total
	Business Segments			
	Infrastructure	Trading	Unallocable	
	(₹)	(₹)	(₹)	
Revenue	45,562,908 (165,762,598)	119,346,532 (282,014,253)	- -	164,909,440 (447,776,851)
Segment result	(1,040,985) (27,912,389)	110,318 (332,229)	- -	(930,667) (28,244,618)
Operating income	11,203,546 (46,860,365)	170,315 (332,229)	- -	11,373,861 (47,192,594)
Other income (net)	1,963,986 (916,314)	- -	- -	1,963,986 (916,314)
Profit before taxes	(30,187,804) (2965,703)	110,318 -	- -	(30,077,486) (2,965,703)
Tax expense	- -	- -	3,623,559 (1,129,132)	3,623,559 (1,129,132)
Net profit for the year	(33,811,363) (2965,703)	110,318 -	- (1,129,132)	(33,701,045) (1,836,571)

Particulars	For the year ended 31 March, 2017			Total
	Business Segments			
	Infrastructure	Trading	Unallocable	
	(₹)	(₹)	(₹)	
Segment assets	251,381,514 (476,285,442)	269,861,688 (74,773,378)	9,203,057 (577,513)	530,446,259 (551,636,333)
Segment liabilities	128,483,894 (246,265,050)	200,609,621 (62,988,743)	825,889 (2,160,320)	329,919,404 (311,414,113)
Depreciation and amortisation (allocable)	4,952,091 -	- -	- -	- -

Note: Figures in Brackets indicates previous years figures



DIAMANT INFRASTRUCTURE LIMITED

Note - 22 Related party transactions

Description of relationship

Key Management Personnel (KMP)

Names of related parties

Naresh Saboo (Managing Director)
Kamlesh Prasad (Whole-time Director)
Moha. Israil Sheikh (Executive Director)
Yash Saboo (Chief Financial Officer) from 14-02-2017
Riddhi Saboo (Chief Financial Officer) till 14-02-2017
Arshad Sheikh(Director In M/s Ginger Infrastructure Pvt. Ltd.)

Relatives of KMP

Ms. Madhu Saboo (Wife of the Managing Director Mr Naresh Saboo)
Mr Rakesh Prasad (Brother of the Whole Time Director Mr Kamlesh Prasad)
Mrs. Malikanaaz Sheikh (Wife of director Mohd Arshad Sheikh)

Company in which KMP/Relatives of exercise significant influence

M/s. Saboo Capital and Securities Pvt Ltd
(Company in which the Managing Director Mr Naresh Saboo is a Director)
M/s. Ginger Infrastructure Pvt. Ltd.
(Company in which the Managing Director Mr Naresh Saboo is a Director)
M/s. Diamant Infrastructure Developers Pvt. Ltd.
(Company in which the Managing Director Mr Naresh Saboo is a Director)
M/s. Diamant Securities Pvt. Ltd.
(Company in which the Managing Director Mr Naresh Saboo is a Director)
M/s. Diamant Earthen Resources Pvt. Ltd.
(Company in which the Managing Director Mr Naresh Saboo is a Director)
M/s Orange City Club Pvt. Ltd.
(Company in which the Managing Director Mr Naresh Saboo is a Director)
M/s Ginger Banquets Pvt. Ltd.
(Company in which the Managing Director Mr Naresh Saboo is a Director)
M/s Borele Buildcon pvt. Ltd
(Company in which the Executive Director Mr Israil Sheikh is a Director)
M/s Vibrant Energy Ltd
(Company in which the Executive Director Mr Israil Sheikh is a Director)
M/s Skyland Realty Developers Pvt Ltd
(Company in which the Executive Director Mr Israil Sheikh is a Director)
M/s Sangamner Loni Infrastructure Pvt Ltd
(Company in which the Executive Director Mr Israil Sheikh is a Director)
M/s Dolly Infraventures Pvt Ltd
(Company in which the Executive Director Mr Israil Sheikh is a Director)

Note : Related Parties have been identified by the management.

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Details of related party transaction during the year ended 31 March, 2017 and balances outstanding as at 31st March, 2017 :

Particulars	KMP	Relatives of KMP	Entities in which KMP/relatives of KMP have significant influence	Total
Directors Remuneration	1,620,000 (1,680,000)	- (-)	- (-)	1,620,000 (1,680,000)
Salaries paid	- (-)	180,480 (360,860)	- (-)	180,480 (360,860)
Rent paid	120,000 (60,000)	120,000 (120,000)	- (-)	240,000 (180,000)
Loans taken	21,700,000 (-)	- (-)	11,180,000 (60,245,000)	32,880,000 (60,245,000)
Repayment of Loans taken	21,700,000 (-)	- (-)	10,590,000 (72,245,000)	32,290,000 (72,245,000)
Contract Receipt	- (-)	- (-)	- (76,821,561)	- (76,821,561)
Revenue from Operations	- (-)	4,951,000 (-)	- (-)	4,951,000 (-)
Balances outstanding at the end of the year				
Trade Payables	45,000 (-)	90,000 (15,080)	- (-)	135,000 (15,080)
Trade Receivable	- (-)	- (-)	41,693,009 (53,393,009)	41,693,009 (53,393,009)
Unsecured Loan	- (-)	- (-)	590,000 (-)	590,000 (-)

Note: Figures in bracket relates to the previous year

Note - 23 Additional information to the financial statements

Note Particulars

31st March 2017

31st March 2016

**23.1 Contingent liabilities and commitments
(to the extent not provided for)**

(₹)

(₹)

(i) Contingent liabilities

(a) Claims against the Company not acknowledged as debt

Demand Notice from Sales tax (Refer Note 23.14 below)
Penalty – Sales tax - on the above demand notice

1,150,000/-

-

**(b) Gurantee Given on behalf of the subsidiary
(Ginger Infrastrucure Pvt. Ltd.)**

30,00,00,000

-

Associate has obtained a loan from Andra Bank of Rs. 30 crores and Holding company has given a gurantee for that loan and 4 flats as additional security at the time when the company is a subsidiary) And till the date of audit the holding company has also given its 3 additional flat which has been held in its stock as additional security for that loan in the current year.



DIAMANT INFRASTRUCTURE LIMITED

	(₹)	(₹)
(c) Appeal to High Court against Local Body Tax	7,520,319.00	-
<p>The LBT dept of Nagpur has raised a demand against the company and the company has preferred an appeal to the commissioner against that order and there after the commissioner has also passed an order against the company for which in the current year the company has preferred an option to the high court.</p>		
(d) Appeal to Income Tax Appellate Tribunal	9,074,721.00	-
<p>The Company has preferred an appeal to the ITAT for the A.Y. 2007 - 08 regarding payment of interest & tax</p>		

23.2 Details of Long term borrowings (Secured)

a) From Banks:

Name of the Bank	No of o/s installments	Amount o/s	Secured by way of Hypothecation of
Union Bank of India	36 (37)	608,457 (763,737)	Innova Car
<p>Further all the above borrowings are also secured by way of personal guarantee of Mr. Naresh S. Saboo, Managing Director. Further, the secured borrowings are repayable over a period of 7 years.</p>			
Pusad Urban Co - Op. Bank Ltd.	63 (82)	38,849,215 (42,538,734)	10 Plots of "Hajaripahad" whose owner is Mr Mohd. Israil Hanif Shiekh (Director)

Further the above Term Loan are also secured by way of personal guarantee of Mohd. Israil Hanif Shiekh (Director) & His Proprietary firm M/s Dolly Enterprises, Mr Naresh Saboo(MD), Mrs Madhu Naresh Saboo (Wife of MD), Mr Kamesh Prasad (WTD) . Further, the secured borrowings are repayable over a period of 7 years.

23.3 Details of Short term borrowings (Secured)

a) From Banks:

Name of the Bank	No of o/s installments	Amount o/s	Secured by way of Hypothecation of
<p>b) From Financial Institutions:</p>			
Name of the Financial Institutions		Amount o/s	Secured by way of Hypothecation of

Srei Equipment Finance Ltd	-	-	Vogle Paver
	(05)	(5,113,806)	
Srei Equipment Finance Ltd	-	-	Hot Mix Plant
	(05)	(11,657,601)	
Srei Equipment Finance Ltd	-	-	Crusher & 500 Kva DG
	(05)	(9,254,876)	
Srei Equipment Finance Ltd	-	-	Truck & Crain
	(05)	(334,728)	
Srei Equipment Finance Ltd	-	-	2 Kurb Machines
	(05)	(133,897)	
Srei Equipment Finance Ltd	-	-	HM Wheel Loader
	(05)	(312,391)	
Srei Equipment Finance Ltd	-	-	WMM Plant
	(05)	(446,253)	

Note: Figures in bracket indicates previous years figures

Further all the above borrowings are also secured by way of personal guarantee of Mr. Naresh S. Saboo, Managing Director. Further, the secured borrowings are repayable over a period of 3 years.

23.4 Fund based Cash credit facility (sanctioned amount ₹ 800 lacs) and non fund based Bank Guarantee Facility (sanctioned limit of ₹ 50 lacs) from Union Bank of India is secured primarily by way of hypothecation of movable current assets of the company including stock of materials, work in progress, finished goods and whole of the company's bills outstanding, receivables, book debts and collaterally by mortgage of Flat at Mumbai and Nagpur and office premises at Nagpur in the name of the Managing Director, Mr. Naresh Saboo jointly with his wife Mrs. Madhu Saboo and pledge of 50,00,000 equity shares of ₹ 2/- each of the company held by the promoter company M/s Saboo Capital and Securities Pvt Ltd and also by personal guarantee of Mr. Naresh S. Saboo, Managing Director and Madhu Saboo, wife of Managing Director and corporate guarantee by the promoter company M/s. Saboo Capital and Securities Pvt Ltd.

23.5 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 Micro, Small and Medium Enterprises in terms of section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 have been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by the auditors. The Company has not received any instruction from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Every Dealer has accepted that they are not registered under Micro, Small and Medium Enterprises Development Act, 2006 and hence, disclosures if any, relating to amounts unpaid as at the year end together with interest payable as required under the said Act have been given as NIL.

		31 March, 2017	31 March, 2016
		(₹)	(₹)
23.6 Earnings per share (EPS)			
The following reflects the profit and share data used in the basic and diluted EPS computations:			
Total (continuing) operations for the year			
Profit/(loss) after tax		(33,701,045)	(18,36,571)
Less : Dividends on convertible preference share & tax thereon		-	-
Net profit/(loss) for calculation of basic/diluted EPS	(A)	(33,701,405)	(18,36,571)
Weighted average number of equity shares in calculating basic EPS	(B)	35,204,000	35,204,000
Earnings per share (EPS) (basic/diluted) (*)	(A/B)	(0.96)	(0.05)
23.7 Deferred Tax Asset/Liability (Net)		31 March, 2017	31 March, 2016
Deferred Tax Liability		(₹)	(₹)
Balance as per last B/sheet		-	-
On difference between book balance and tax balance of fixed assets		-	-
Gross deferred tax liability	(A)	-	-
Deferred tax assets		8,454,731	6,602,127
On difference between book balance and tax balance of fixed assets		748,326	1,852,604
Gross deferred tax assets	(B)	9,203,057	8,454,731
Deferred tax Asset/(Liability) (Net)	(B-A)	9,203,057	8,454,731
		31 March, 2017	31 March, 2016
		(₹)	(₹)
23.8 Value of imports calculated on CIF basis		Nil	Nil
23.9 Expenditure in foreign currency		Nil	Nil
23.10 Earnings in foreign exchange		Nil	Nil



DIAMANT INFRASTRUCTURE LIMITED

- 23.11** The balances appearing under unsecured loans, sundry creditors, sundry debtors, loans and advances, and certain banks are subject to confirmation and reconciliation and consequential adjustment, if any, will be accounted for in the year of confirmation and/or reconciliation
- 23.12** In the opinion of the Board, assets other than fixed assets do have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.
- 23.13** The Company does not have any employee on payroll from the mid of 2016 and on the basis of Actuarial Certificate of Rs. Nil amount regarding employee benefit expense we have not provided any provisions for gratuity, leave encashment etc. For this purpose we have relied on the certificate of actuarial calculation.
- 23.14** The sales tax department in the financial year 2011-12, raised a demand on the company for ₹ 22,00,000/-, against which the Company has preferred an appeal against the department with the Assistant Commissioner of Sales Tax (Appeals). The company has already deposited ₹ 10,50,000/- of the demand raised under protest. During the Current Financial Year the matter has been decided against the company for which further appeal in front of appellate tribunal has been filed and the matter is still pending in front of the tribunal. Based on the prevalent decisions of the appellate authorities and the interpretations of the other relevant provisions, the company has been legally advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision for the balance demand has been done.
- 23.15** The LBT (Local Body Tax Department) of the Nagpur has raised a demand order against payment of tax liability with interest and penalty for which company has filed an appeal in front of Commissioner Appeal by depositing the only duty demanded but the same has been paid under protest, the order has been passed by the commissioner against the company and the company has been directed to pay ₹ 75,20,319/- includes Interest and Penalty. But the company has filed an Petition against the order of the Commissioner in the High Court, and till the date of audit no judgement has been passed on the same.
- 23.16** The Schedule III has become effective from 1 April, 2014 for the preparation of financial statements for the period beginning from 1st April 2014. This has significantly impacted the disclosure and presentation made in the financial statements. The management has prepared the financial statements providing appropriate disclosures as required by the said Schedule III and based on the various guidance notes issued in this regard. Accordingly previous year's figures have been regrouped/reclassified and re-instated wherever necessary to correspond with the current year's classification/disclosure as per the Schedule III.
- 23.17** As per section 148 of the Companies Act 2013 and as per Companies (Cost records and Audit) Rules, 2014, the company is required to maintain the cost records if the turnover of the company from all its product and services exceed Rs. 35 crores in the immediately preceding financial year and cost audit will be required to be conducted if the overall annual turnover of the company from all its product and services during the immediately preceding financial year is Rs. 50 crores or more and the aggregate turnover of the individual product or services is Rs. 25 crores or more.
- 23.18** During the year the company had specified bank notes (SBN's) or other denomination notes as defined in the MCA notification G.S.R 308(E), dated March 31,2017. The details of SBN's held and transacted during the period from November 8 2016 to December 30 2016, the denomination wise SBN's and other notes as per the notification are as follows:

Particular	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	1,550,000	4280	1,554,280
(+) Permitted receipts	-	95,000	95,000
(-) Permitted payments	-	11,154	11,154
(-) Amount deposited in Banks	1,550,000	-	1,550,000
Closing cash in hand as on 30.12.2016		88,126	88,126

- 23.19** During the Current Financial MCA has conducted inspection of the books of account of the company as per Sec. 206 of the companies Act, 2013 and received a show cause notice for the levied of Penalty and the reply as required has also been submitted by the company, however till the date of audit no penal notice has been received by the company, hence the provision for the liability or contingent liability has not been considered in the books for the year ended 31st March 2017.
- 23.20** Diamant Infrastructure Ltd. has purchased the shares in M/s Ginger Infrastructure Pvt. Ltd earlier which was subsidiary of the company and thereafter in the Financial year 2015-16 the same has become an associate company of Diamant Infrastructure Ltd.
- 23.21** The Premises of M/s Diamant Infrastrucutre Ltd. has Registered office at the rented premises which is owned by Mr. Naresh Saboo Managing Director of the company & Mrs. Madhu Saboo. For this purpose company has deposited a Sum of Rs. 20,00,000/- as security deposit with Mr. Naresh Saboo and Mrs. Madhu Saboo as described in Note-13

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DIAMANT INFRASTRUCTURE LIMITED

(CIN: L26994MH2003PLC143264)

REGD. OFFICE :- Gotmare Complex, Block-B, 1st Floor, North Bazar Road, Dharampeth Extension, Nagpur- 440 010
Phone: 0712-6610222 Fax: 6641261 Website: www.diamantinfra.com, Email: diamant123@gmail.com

ATTENDANCE SLIP

37th Annual General Meeting to be held on Wednesday, 30th day of September, 2017 at 10.00 AM at Gotmare Complex, Block-B, 1st Floor, North Bazar Road, Dharampeth Extension, Nagpur- 440 010

NAME OF THE ATTENDING MEMBER (IN BLOCK LETTERS)	
Folio. / DP ID- CLIENT ID No.	
No. of shares held	
Name of PROXY (IN BLOCK LETTERS, TO BE FILLED IN IF THE PROXY ATTENDS INSTEAD OF THE MEMBER)	

I hereby record my presence at the 37th Annual General Meeting on 30 September, 2017.

Signature of Member / Proxy

THIS ATTENDANCE SLIP DULY FILLED IS TO BE HANDED OVER AT THE ENTRANCE OF THE MEETING HALL

DIAMANT INFRASTRUCTURE LIMITED

(CIN: L26994MH2003PLC143264)

REGD. OFFICE :- Gotmare Complex, Block-B, 1st Floor, North Bazar Road, Dharampeth Extension, Nagpur- 440 010
Phone: 0712-6610222 Fax: 6641261 Website: www.diamantinfra.com, Email: diamant123@gmail.com

PROXY FORM

Name of the Member(s):	
Registered Address:	
Folio No./ DP ID Client Id:	
E MAIL ID	
No. of Shares held:	

I/We, being the member (s) of _____ shares of the above named company, hereby appoint

1	Name		Signature	
	Address			
	E mail Id			

Or Failing Him

2	Name		Signature	
	Address			
	E mail Id			

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37th Annual General Meeting of the Company to be held on Wednesday, 30th September, 2017 at 10.00 a.m. at Gotmare Complex, Block-B, 1st Floor, North Bazar Road, Dharampeth Extension, Nagpur- 440 010 and at any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTION NO.	RESOLUTIONS	Optional*	
		For	Against
Ordinary Business			
1.	Adoption of Balance Sheet, Statement of Profit and Loss and the Reports of the Board of Directors and Auditors thereon for the financial period ended on March 31, 2017		
2.	Appoint a Director in place of Ms. Reenal Jigar Kamdar, who retires by rotation and being eligible offers herself for re-appointment		
3.	Re-appointment of Auditors and fixation of their remuneration		
Special Business			
4.	Appoint a Managing Director cum Chief Financial Officer (CFO) in place of Mr. Naresh Saboo, who retires by rotation and being eligible offers himself for re-appointment		
5.	Appoint a Whole Time Director in place of Mr. Kamlesh Prasad, who retires by rotation and being eligible offers himself for re-appointment		
6.	To Sell Assets of the Company to Lenders or other persons		
7.	To give Power to Board of Directors for execute Related Party Transaction in ordinary course of business		

Signed this day of 2017.

Signature of the member

Signature of the Proxy Holder(s)

Note: The proxy Form must be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the Meeting. The Proxy need not be a member of the Company.

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BOOK-POST
(Printed Matter)

To,

If undelivered please return to :

DIAMANT INFRASTRUCTURE LIMITED

(CIN: L26994MH2003PLC143264)

REGD. OFFICE :- Gotmare Complex, Block-B, 1st Floor,
North Bazar Road, Dharampeth Extension, Nagpur- 440 010

Phone: 0712-6641222 Fax: 0712-6641261

Website: www.diamantinfra.com, Email: diamant123@gmail.com