



## DIAMANT INFRASTRUCTURE LIMITED

GOTMARE COMPLEX, BLOCK-B, 1ST FLOOR, NORTH BAZAR ROAD,  
DHARMPETH EXT., NAGPUR-440010.

Tel. : 91 712 6610222 Fax : 91 712 6641264

E-mail : support@diamantinfra.com

CIN NO.: L26994MH2003PLC143264

Website : www.diamantinfra.com

**Date:** September 6<sup>th</sup> 2019

To,  
The Department of Corporate Services,  
BSE Limited,  
25<sup>th</sup> Floor, P.J. Towers,  
Dalal Street, Mumbai – 400001.

**Subject:** Submission of Annual Report along with Notice of 39<sup>th</sup> Annual General Meeting of the Company under Regulation 34 of the SEBI (LODR) Regulations, 2015

**Dear Sir/Madam,**

Pursuant to Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly find enclosed herewith Annual Report along with Notice of 39<sup>th</sup> Annual General Meeting of the Company

We request you to kindly take the above information on your record.

Thank You

**For Diamant Infrastructure Limited**

**Naresh Saboo**  
**Managing Director**  
DIN: 00297916



Encl: Annual Report





# DIAMANT INFRASTRUCTURE LIMITED

## **39<sup>th</sup> Annual Report 2018-19**

### **REGISTERED OFFICE**

Gotmare Complex, Block-B, 1st Floor, North Bazar Road,  
Dharampeth Ext., Nagpur-440010.

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

## BOARD OF DIRECTORS

SR. NO	NAME	DIN	DESIGNATION
1.	Shri Naresh Saboo	00297916	Chairman & Managing Director & CFO
2.	Shri Kamlesh Prasad	00216195	Whole Time Director
3.	Mohd Israil Haji Mohd Hanif Sheikh	01686777	Director
4.	Shri Harshal Ashok Madan	08227283	Independent Director
5.	Miss Reenal Jigar Kamdar	07143495	Independent Director
6.	Shri Balkishan Bang	07531679	Independent Director

## BOARD COMMITTEES

AUDIT COMMITTEE		
SR. NO	NAME	DESIGNATION
1.	Shri Balkishan Bang	Chairman
2.	Shri Naresh Saboo	Member
3.	Miss Reenal Jigar Kamdar	Member
NOMINATION & REMUNERATION COMMITTEE		
SR. NO	NAME	DESIGNATION
1.	Shri Balkishan Bang	Chairman
2.	Shri Naresh Saboo	Member
3.	Miss Reenal Jigar Kamdar	Member
STAKEHOLDERS RELATIONSHIP COMMITTEE		
SR. NO	NAME	DESIGNATION
1.	Shri Balkishan Bang	Chairman
2.	Shri Naresh Saboo	Member

<b>3.</b>	Miss Reenal Jigar Kamdar	Member
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<b>STATUTORY AUDITORS</b>	
Vidhani Vaswani & Co	Chartered Accountants, Nagpur
<b>SECRETARIAL AUDITORS</b>	
Manoj Agrawal & Associates	Company Secretaries, Nagpur
<b>REGISTRAR &amp; TRANSFER AGENT</b>	
Purva Shareregistry (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
<b>BANKERS</b>	
Union Bank of India	

## **NOTICE**

### **DIAMANT INFRASTRUCTURE LIMITED**

Reg. Office: Gotmare Complex, Block-B, 1<sup>st</sup> Floor, North Bazaar Road, Dharampeth Ext Nagpur – 440 010 [CIN: L26994MH2003PLC143264]

Web: [www.diamantinfra.com](http://www.diamantinfra.com), email: [diamant123@gmail.com](mailto:diamant123@gmail.com)

## **NOTICE OF THE 38<sup>TH</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the 38<sup>th</sup> Annual General Meeting of DIAMANT INFRASTRUCTURE LIMITED will be held on 30<sup>th</sup> September, 2019 at 11:00 a.m. at Flat no 302, Mangalam Khare Town, Dharampeth, Nagpur - 440 010, Maharashtra to transact the following business:

### **ORDINARY BUSINESS**

#### **ITEM NO. 1**

#### **ADOPTION OF AUDITED FINANCIAL STATEMENT:**

To receive, consider and adopt the Audited Financial Statement (including Audited Consolidated Financial Statement) of the Company for the Financial Year ended 31st March, 2019 and the reports of the Board of Directors and Auditors thereon.

#### **ITEM NO. 2**

#### **APPOINTMENT OF DIRECTOR IN PLACE OF RETIRING DIRECTOR:**

To appoint a director in place of Shri Naresh Saboo, Managing Director (DIN: 00297916), who retires by rotation and being eligible, offers himself for re-appointment

**Place:** Nagpur

**Date:** 06<sup>th</sup> September, 2019

**By the order of the Board of Directors for  
DIAMANT INFRASTRUCTURE LIMITED**

**Naresh Saboo**  
(Managing Director)  
(DIN: 00297916)

## **NOTES**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND SUCH PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT FLAT NO 302, MANGALAM KHARE TOWN, DHARAMPETH, NAGPUR - 440 010 NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE MEETING.
2. Corporate members intending to send their authorized representatives to attend the Annual General Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 21<sup>st</sup> September, 2019 to 26<sup>th</sup> September, 2019 (both days inclusive) for annual closing.
4. 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.
5. 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.
6. Electronic copy of the Annual Report for 2019 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 2019 is sent in the permitted mode.
7. 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.
8. 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.

9. 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.
10. 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.
11. 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.
12. 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.
13. 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 votes in both modes, the voting by remote e-voting is only valid.
  - d. The facility for remote e-voting commences on 27th September 2019 (9.00 a.m.) and ends on 29th September 2019 (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, 2019 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, 2019 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 favor 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](http://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 for e-voting:

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

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

#### **Step 1:**

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
- 3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

- 4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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a) For Members who hold shares in demat account with NSDL.	<p>8 Character DP ID followed by 8 Digit Client ID</p> <p>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.</p>
b) For Members who hold shares in demat account with CDSL.	<p>16 Digit Beneficiary ID</p> <p>For example if your Beneficiary ID is 12***** then your user ID is 12*****</p>
c) For Members holding shares in Physical Form.	<p>EVEN Number followed by Folio Number registered with the company</p> <p>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</p>

5. Your password details are given below:

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

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
- 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
  - 8. Now, you will have to click on "Login" button.
  - 9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2:**

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

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



## **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [manojcs03@gmail.com](mailto:manojcs03@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

### **14.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.

## **DIRECTOR'S REPORT**

Your Directors are pleased to present the 39th Annual Report of the Company together with the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2019

<b>SUMMARISED FINANCIAL RESULTS:</b>	<b>(Rs. in Lacs)</b>	
	<b>2018-19</b>	<b>2017-18</b>
Income	40.11	1066.76
Profit/ (Loss) before interest, depreciation and tax	(12.22)	(8.73)
Less:		
Depreciation	13.48	17.41
Tax including Adjustment	23.10	44.67
Interest	59.62	134.56
Prior Period Adjustments	0.00	0.00
Net profits after Tax	(108.42)	(205.37)
Dividends	0.00	0.00
Balance brought forward from previous year	0.000	0.000

### **SHARE CAPITAL**

During the year ended 31<sup>st</sup> March 2019, there is no change in the issued, subscribed and paid up share capital of the Company. The paid-up capital as on 31st March, 2019 stood at Rs. 704.08 lakhs divided into 3,52,04,000 equity shares of Rs.2/- each.

Issue of Equity Shares with differential right	NIL
Issue of Sweat Equity Shares	NIL
Issue of Employee Stock Options	NIL
Voting Rights Exercised	NIL

### **Dividend**

In view of the loss incurred during the year, no dividend could be recommended by your Board of Directors for the financial year 2018-19.

### **Reserves And Surplus**

The current year loss of Rs. 108.42 lakhs has been transferred to Reserves & Surplus.

### **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 factors like demonetization has resulted into lower income.



The turnover of the Company reduced from Rs. 1066.76 Lacs to Rs. 40.11 Lacs. The company incurred losses to the tune of Rs. 108.42 Lacs as against the loss of Rs. 205.37 Lacs of the previous 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 2018-19 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 payment obligations by way of proper utilization of funds and sale of 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 2018-19.

**Change in the Nature of Business**

During the period under review there is no change in the nature of business of the Company.

**Insurance**

The assets of the company has been adequately insured.

**Material Changes Affecting Financial Position Between the End of Financial Year and Date of Board Report**

There is no material change affecting the financial position between the end of financial year and date of board report.

**Details of Subsidiaries, Associates and Joint Venture Companies**

There is no subsidiary, associate or a joint venture company.



## **Details of Companies That has Ceased to Be Subsidiary, Associate or Joint Ventures**

There were no subsidiary, associate or a joint venture company.

## **Consolidated Financial Statements**

As on 31.03.2019 there was no subsidiary or associate of the company, hence consolidated financial statements have not been prepared.

## **Number of Board Meetings**

<b>Sl. No.</b>	<b>Date of the Meeting</b>	<b>No. of Directors attended the Meeting</b>
1	30.05.2018	5
2	14.08.2018	5
3	13.11.2018	6
4	13.02.2019	6

## **Committees of The Board**

### **a. Audit Committee**

<b>Sl. No.</b>	<b>Name</b>	<b>Category of Director</b>	<b>Chairman/ Members</b>
1.	Mr. Balkishan Bang	Non- Executive - Independent	Chairperson
2.	Mr. Naresh Saboo	Executive	Member
3.	Mr. Reenal Kamdar	Non- Executive - Independent	Member

Further, during this year all the recommendations of the Audit Committee have been accepted by the Board.

### **b. Nomination and Remuneration Committee**

<b>Sl. No.</b>	<b>Name</b>	<b>Category of Director</b>	<b>Chairman/Members</b>
1.	Mr. Balkishan Bang	Non- Executive - Independent	Chairperson
2.	Mr. Naresh Saboo	Executive	Member
3.	Mr. Reenal Kamdar	Non- Executive - Independent	Member

## **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. Nomination & Remuneration Policy is available on the website of the company.

### **c. Stakeholders Relationship Committee**

<b>Sl. No.</b>	<b>Name</b>	<b>Category of Director</b>	<b>Chairman/Members</b>
1.	Mr. Balkishan Bang	Non- Executive - Independent	Chairperson
2.	Mr. Naresh Saboo	Executive	Member
3.	Mr. Reenal Kamdar	Non- Executive - Independent	Member

### **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.

### **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](http://www.diamantinfra.com).

### **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 2018-19. The report of the Secretarial Audit for the financial year 2018-19 in FORM MR-3 is annexed to this report and forms part of this report.

There is an observation regarding non appointment Company Secretary under provisions of the Companies Act, 2013. The management is in the process for appointing the same.

### **Independent Auditors' Report**

There is qualification in the Independent Auditors' Report. Independent Auditor has pointed out that there were no major business transactions and no employees in the company affecting its going concern and the borrowing of the company has been classified as NPA.

Your directors again wish to state that this situation is temporary in nature and in the near future business will be carried on effectively.

### **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.

### **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.

### **Significant and Material Orders Passed by the Regulators**

There is no significant or material order passed by any Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

### **Deposit**

During the year the Company has not accepted/ renewed any fixed deposit from public. The total deposits remained unpaid or unclaimed as at 31<sup>st</sup> March, 2019 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.

### **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 confirms to the provisions of Section 177 of the Companies Act, 2013. The Composition of committee is Mr Balkishan Bang, Chairman, and Members are 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.

### **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 and Key Managerial Personnel**

During the year under review there has been no change in the composition of the Board of Directors.

Mr. Naresh Saboo Satyanarayan who is an Managing Director retires by rotation at the ensuing Annual General Meeting and is eligible for reappointment.

### **Key Managerial Personnel**

The Key Managerial personnel are Mr. Naresh Saboo MD and CFO and Mr. Kamlesh Prasad acting as Whole Time Director both have not received any remuneration in FY 2018-19 and do not receive sitting fees.

### **Declaration of Independence from 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.

### **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 2019, 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 2019, 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**

The statutory auditors of the company are of M/s. Vidhani Vaswani & Co, who will be continuing as per the terms of their appointment.

### **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 2018-19.

### **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.

### **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 2018-19.

### **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**

There was no scope for Conservation of Energy, Technology Absorption as the company was not having any operations & the Company has not had any foreign exchange earnings and outgo during the year. However some disclosures are mentioned in Annexure-1.

### **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 which 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.

### **Auditor Qualification Analysis**

The auditors were unable to obtain confirmation with respect to some alleged debtors of the company and certain bank accounts. These are our old outstanding and management has sent the request for confirmation which was not replied by the concerned debtors. Management is trying to recover the dues from them.

The qualification regarding the going concern is self-explanatory and needs no reply, further the company is trying to procure new business and contracts.

The classification of the borrowing of the company as NPA, the management wish to state that we are hopeful of revival and the situation is temporary in nature and will be cleared shortly.

## **Secretarial Auditor Qualification Analysis**

The observation for non appointment of Company Secretary was mentioned in the secretarial audit report.

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.

## **Corporate Governance**

As per Regulation 15(2) of the SEBI (LODR) Regulations, 2015 compliance with Regulations 17, 18, 19, 20, 21,22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C , D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in relation to corporate governance shall not apply to the listed entity having Paid Up Equity Share Capital not exceeding rupees Ten Crores and net worth not exceeding Rupees Twenty Five Crores, as on the last day of the previous financial year.

Therefore, compliance with aforementioned corporate governance regulations shall not apply to Diamant Infrastructure Limited as the Paid up equity capital was below Rs. 10 Crores and net worth was below Rs. 25 Crores, as on the last day of the previous financial year i.e as on March 31, 2019.

## **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**

Place: Nagpur  
Dated: 30.05.2019

Naresh Saboo  
Managing Director  
DIN: 00297916

Kamlesh Prasad  
Director  
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.

#### **C. FOREIGN EXCHANGE EARNINGS & OUTGO:**

	2018-2019 (Rs. Lacs)	2017-2018 (Rs. Lacs)
a. Foreign Exchange Used	Nil	Nil
b. Foreign Exchange Earned	Nil	Nil

**On behalf of the Board of Directors**

Place: Nagpur  
Dated: 30.05.2019

Naresh Saboo  
Managing Director  
DIN: 00297916

Kamlesh Prasad  
Director  
DIN: 00216195

**ANNEXURE - 2**  
**FORM AOC-1**

**PART "A": SUBSIDIARIES**

Not Applicable since the Company does not any subsidiary.

**PART "B": ASSOCIATES**

Not applicable since the Company does not any associate company.

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

**On behalf of the Board of Directors**

Place: Nagpur  
Dated: 30.05.2019

Naresh Saboo  
Managing Director  
DIN: 00297916

Kamlesh Prasad  
Director  
DIN: 00216195

### **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: **NIL**

**On behalf of the Board of Directors**

Place: Nagpur  
Dated: 30.05.2019

Naresh Saboo  
Managing Director  
DIN: 00297916

Kamlesh Prasad  
Director  
DIN: 00216195



**ANNEXURE - 4**  
**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL RETURN**  
**As on financial year ended on 31.03.2019**  
**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of**  
**the Company (Management & Administration) Rules, 2014.**

The copy of annual return shall be displayed on the website of the company

**On behalf of the Board of Directors**

Place: Nagpur  
Dated: 30.05.2019

Naresh Saboo  
Managing Director  
DIN: 00297916

Kamlesh Prasad  
Director  
DIN: 00216195

# MANOJ AGRAWAL & ASSOCIATES

"COMPANY SECRETARIES"

Behind Renuka Mata Mandir,  
Gandhi Putala Square,

**Nagpur**- 440 032.

## ANNEXURE - 5

Form No. MR-3

### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> March 2019

[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, 2017 to 31st March, 2018 ("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, 2018 to 31st March, 2019** 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 Byelaws 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.

# MANOJ AGRAWAL & ASSOCIATES

"COMPANY SECRETARIES"

Behind Renuka Mata Mandir,  
Gandhi Putala Square,

**Nagpur**- 440 032.

- d. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.- The Company was in Default to Pay Annual Listing Fee with BSE Ltd.
- 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 not appointed Key Managerial Persons i.e Company Secretary under provisions of the Companies Act, 2013.

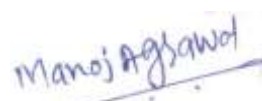

The Company has received notice from the Office of Regional Director, Mumbai for violating various provisions of the Companies Act.

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**



**Place : Nagpur**  
**Date : 30.05.2019**

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

# MANOJ AGRAWAL & ASSOCIATES

"COMPANY SECRETARIES"

Behind Renuka Mata Mandir,  
Gandhi Putala Square,

**Nagpur**- 440 032.

## 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.

For, Manoj Agrawal & Associates  
Company Secretaries



*Manoj Agrawal*

Place : Nagpur  
Date : 30.05.2019

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 thereunder with subsequent amendments thereto, in respect of employees of the Company is as follows:- **No remuneration under section 197, Hence NIL.**

**On behalf of the Board of Directors**

Place: Nagpur  
Dated: 30.05.2019

Naresh Saboo  
Managing Director  
DIN: 00297916

Kamlesh Prasad  
Director  
DIN: 00216195

## **ANNEXURE – 7**

### **REPORT ON CORPORATE GOVERNANCE**

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

As per Regulation 15(2) of the SEBI (LODR) Regulations, 2015 compliance with Regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in relation to corporate governance shall not apply to the listed entity having Paid Up Equity Share Capital not exceeding rupees Ten Crores and net worth not exceeding Rupees Twenty Five Crores, as on the last day of the previous financial year.

Therefore, compliance with aforementioned corporate governance regulations shall not apply to Diamant Infrastructure Limited as the Paid up equity capital was below Rs. 10 Crores and net worth was below Rs. 25 Crores, as on the last day of the previous financial year i.e as on March 31, 2019.

**On behalf of the Board of Directors**

Place: Nagpur  
Dated: 30.05.2019

Naresh Saboo  
Managing Director  
DIN: 00297916

Kamlesh Prasad  
Director  
DIN: 00216195



Cell : (+91) 9423682112, 9373128001, Ph.: (O) 0712-2761883  
E-Mail ID : rockyvaswani87@gmail.com, sureshgv2015@gmail.com

**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 Ind-AS financial statements of M/s Diamant Infrastructure Ltd., which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act., read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS 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 Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing, issued by the Institute of



Chartered Accountants of India, as 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 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 Ind AS 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 Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of 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 Ind AS 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 Ind AS financial statements.

#### **Basis For Qualified Opinion.**

During the current Financial Year, we were unable to obtain confirmation with respect to some of the alleged debtors of the company and for certain bank accounts.

And there was a point on the going concern assumption and the classification of the borrowing of the company as NPA as explained in the Qualified Opinion Para and Point No 8 to the Annexure A of the Independent auditor's report.

#### **Qualified Opinion**

There is no major business transaction in the company and there is no employee employed for the operation of the same, on the basis of this information, 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 the situation is temporary in nature and in the near future they will carry on the business effectively.

In our opinion, except for the possible effects of the matter described in Basis For Qualified Opinion Paragraph, the Ind-AS 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, 2019, its loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.





### Emphasis of matter Paragraph

We draw attention to Note 31.5 to the Ind-As Financial Statements which describes the matter regarding Going Concern assumption. Our Opinion is not modified in respect of this matter

### Report on Other Legal and Regulatory Requirements

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

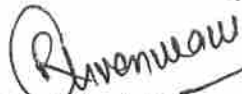
2.As required by section 143 (3) of the Act, we report that:

- (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, Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) On the basis of written representations received from the directors as on March 31, 2019, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019, 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" to this report;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:



1. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements – Refer Note 24 to the Ind AS financial statements;
2. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
3. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For and on behalf of,  
VidhaniVaswani& Co.  
Chartered Accountants  
(FRN: 125493W)



CA Rakesh M Vaswani  
Partner  
Membership No:116974



Place Nagpur  
Date: 30 May 2019

UDIN: 19116974AAAAAQ7957

**"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, 2019:

- 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, the management during the year has physically verified a portion of the fixed asset 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 last financial year, the company has disposed of its fixed asset and some of the assets in the current financial year and in our opinion this is substantial for running the business of Infrastructure segment of the company.
- 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. Further, the stock in hand is not under insurance cover
- 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 Dhaba which were 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. was a subsidiary at the time of obtaining the loan, and at

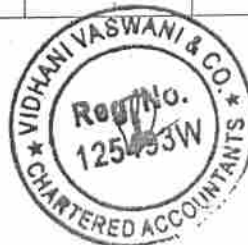


the closing of the current Financial year M/s Ginger Infrastructure Pvt. Ltd. is neither a subsidiary nor the Associate of M/s Diamant Infrastructure Ltd. and the same guarantee has also been continued.

- 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, the company is not required to maintain the cost records 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, during the current financial year a major liability has arisen to the Company to deposit 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 our finding no such undisputed amounts were in arrears as at March 31, 2019 for a period of more than six months from the date on when they become payable.

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

Nature of Statute	Nature of Due	Rs.	Period to which it relates	Forum where dispute is pending
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
Sales tax appeal	AY 2013-14 sales tax appeal	414000	FY 2012-13	Deputy Commissioner of Sales tax



- 8) In our opinion and according to the information and explanations given to us, the Company has defaulted in the repayment of following dues to banks and financial institution:

*Union Bank of India Dharampeth Branch Nagpur.*

Sr No	Type of Facilities	Amount Sanctioned	Current outstanding
1.	Cash Credit	8,00,00,000/-	8,30,21,931.00/-
2.	Car Loan	11,25,000/-	6,05,315.00/-
3.	Temporary Overdraft	No basis found	45,04,242.00/-

All the above mentioned facilities has been classified as NPA by the bank and as the bank has not debited the Interest in the company's account therefore the company has provided interest as expense after the classification of loan as NPA.

- 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) Based upon the audit procedures performed and the information and explanations given by the management, the company has not paid managerial remuneration to any of the directors which is in accordance with sec 197 & Schedule V of companies Act 2013.
- 12) 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.
- 13) 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 Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or



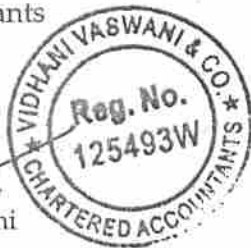
private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

- 15) 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.
- 16) 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,  
Vidhani Vaswani & Co.  
Chartered Accountants  
(FRN: 125493W)

*R. Vaswani*

CA Rakesh M Vaswani  
Partner  
Membership No: 116974



Place Nagpur  
Date: 30 May 2019

UDIN : 19116974AAAAA Q 7957





Cell : (+91) 9423682112, 9373128001, Ph.: (O) 0712-2761883.  
E-Mail ID : rockyvaswani87@gmail.com, sureshgv2015@gmail.com

ANNEXURE B REFERRED TO IN PARAGRAPH 2 (f) OF THE SECTION ON "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE

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

We have audited the internal financial controls over financial reporting of Diamant Infrastructure Ltd. as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

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

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require



that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

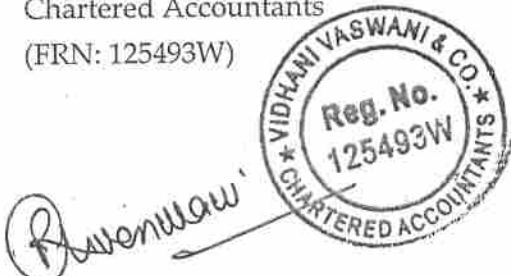


to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### 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, 2019.

For and on behalf of,  
Vidhani Vaswani & Co.  
Chartered Accountants  
(FRN: 125493W)



CA Rakesh M Vaswani  
Partner  
Membership No: 116974

Place Nagpur  
Date: 30 May 2019

UDIN 19116974AAAAA 7957

DIAMANT INFRASTRUCTURE LIMITED  
Statement of Profit and Loss for the period ended 31.03.2019

	PARTICULARS	NOTE NO.	FIGURES FOR THE CURRENT REPORTING PERIOD	FIGURES FOR THE PREVIOUS REPORTING PERIOD
				₹
I	Revenue From Operations	16	4,011,020	106,070,187
II	Other Income	17	388	291,351
III	<b>TOTAL INCOME (I+II)</b>	<b>A</b>	<b>4,011,398</b>	<b>107,367,538</b>
IV	<b>EXPENSES</b>			
	Cost of material consumed		-	-
	Purchases of Stock In Trade	18	4,005,333	106,562,521
	Change in Inventory	19	-	-
	Employee Benefit Expenses	20	1,200	6,047
	Finance Costs	21	5,961,790	13,456,222
	Depreciation and Amortisation Expenses	22.5	1,348,492	1,740,944
	Other Expenses	22	1,226,159	1,672,040
	<b>TOTAL EXPENSES (IV)</b>	<b>B</b>	<b>12,543,174</b>	<b>123,437,773</b>
V	<b>PROFIT/(LOSS) before Exceptional items and Tax</b>	<b>C = (A-B)</b>	<b>(8,531,785)</b>	<b>(16,070,235)</b>
VI	Exceptional Items	23	<b>D</b>	<b>(1,669,285)</b>
VII	<b>PROFIT/(LOSS) before Tax</b>	<b>E = (C-D)</b>	<b>(10,221,570)</b>	<b>(17,195,619)</b>
VIII	Tax Expense			
	(a) Current Tax		-	-
	(b) Deferred Tax	29	<b>F</b>	<b>3,341,171</b>
IX	<b>PROFIT/(LOSS) for the period from Continuing Operations</b>	<b>G = (E-F)</b>	<b>(10,842,006)</b>	<b>(20,536,790)</b>
X	<b>PROFIT/(LOSS) from Discontinued Operations</b>			
XI	Tax expenses of Discontinued Operations		-	-
XII	<b>PROFIT/(LOSS) from Discontinued Operations (after tax)</b>			
XIII	<b>PROFIT/(LOSS) for the Period</b>	<b>H = G</b>	<b>(10,842,006)</b>	<b>(20,536,790)</b>
XIV	<b>OTHER COMPREHENSIVE INCOME</b>			
	A (i) Items that will not be reclassified to Profit & loss		-	-
	(ii) Income tax related to items that will not be reclassified to Profit & loss		-	-
	B (i) Items that will be reclassified to Profit & loss		-	-
	(ii) Income tax related to items that will be reclassified to Profit & loss		-	-
XV	<b>TOTAL COMPREHENSIVE INCOME</b>	<b>I = H</b>	<b>(10,842,006)</b>	<b>(20,536,790)</b>
XVI	<b>Earnings per Equity Share (For Continuing operations)</b>		<b>(10,842,006)</b>	<b>(20,536,790)</b>
	(i) Basic	26	<b>(0.31)</b>	<b>(0.58)</b>
	(ii) Diluted		<b>(0.31)</b>	<b>(0.58)</b>
XVII	<b>Earnings per Equity Share (For Discontinued operations)</b>			
	(i) Basic		-	-
	(ii) Diluted		-	-
XVIII	<b>Earnings per Equity Share (For Continuing &amp; Discontinued operations)</b>		<b>(10,842,006)</b>	<b>(20,536,790)</b>
	(i) Basic		<b>(0.31)</b>	<b>(0.58)</b>
	(ii) Diluted		<b>(0.31)</b>	<b>(0.58)</b>

As per our report on even date  
For Vidhani Vaswani & Co  
Chartered Accountants  
(FRN: 125493W)

C.A. Rakesh M Vaswani  
Partner  
Membership No. 116974

Place : Nagpur  
Date : 30th May, 2019



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

Nareish Sahoo  
Managing Director

Kamlesh Prasad  
Director

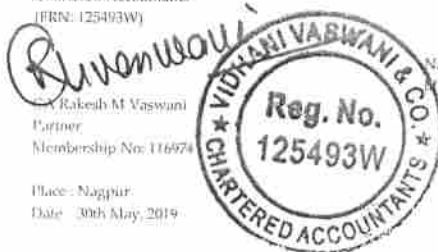
**DIAMANT INFRASTRUCTURE LIMITED**

Balance sheet as on 31.03.2019

Particulars	Note No.	As on 31.03.2019	As on 31.03.2018
			₹
<b>ASSETS</b>			
<b>(1) NON-CURRENT ASSETS</b>			
(a) Property Plant & Equipment	4	12,366,557	16,210,079
(b) Capital Work-in-Progress			
(c) Investment Property			
(d) Goodwill			
(e) Other Intangible Assets	5	34,687	39,556
(f) Intangible Assets Under Development			
(g) Biological Assets Other than Bearer Plants			
(h) Financial Assets			
(i) Investments	6	32,058,862	32,058,862
(ii) Trade Receivables			
(iii) Loans			
(i) Deferred Tax Assets (net)	29	5,241,450	5,861,886
(j) Other Non-Current Assets			
<b>(2) CURRENT ASSETS</b>			
(a) Inventories	7	40,489,551	40,489,551
(b) Financial Assets			
(i) Investments			
(ii) Trade Receivables	8	148,230,573	157,128,108
(iii) Cash & Cash Equivalents	9	58,826	929,151
(iv) Bank Balances other than (iii) above			
(v) Loans			
(c) Current Tax Assets (net)			
(d) Other Current Assets	10	78,377,983	80,146,595
<b>TOTAL ASSETS</b>		<b>316,858,488</b>	<b>332,863,788</b>
<b>EQUITY &amp; LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity Share Capital	11 & SOCE	70,408,000	70,408,000
(b) Other Equity	SOCE	98,740,859	109,582,065
<b>LIABILITIES</b>			
<b>(1) NON-CURRENT LIABILITIES</b>			
(a) Financial Liabilities			
(i) Borrowings	12 & 25	27,644,877	37,258,374
(ii) Trade Payables			
(iii) Other Financial Liabilities			
(b) Provisions			
(c) Deferred Tax Liabilities (net)			
(d) Other Non-Current Liabilities			
<b>(2) CURRENT LIABILITIES</b>			
(a) Financial Liabilities			
(i) Borrowings	13 & 26	88,693,248	87,926,173
(ii) Trade Payables	14	25,009,037	20,664,474
(iii) Other Financial Liabilities			
(b) Other Current Liabilities	15	6,163,267	7,024,702
(c) Provisions			
(d) Current Tax Liabilities (net)			
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<b>316,858,488</b>	<b>332,863,788</b>

As per our report on even date  
For Vidhani Vaswani & Co  
Chartered Accountants  
[FIRN: 125493W]

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



Nareish Saboo  
Managing Director

Kamlesh Prasad  
Director

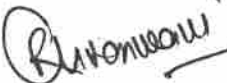
Place: Nagpur  
Date: 30th May, 2019

Diamant Infrastructure Limited

Cash flow statement for the ended 31st March, 2019

	2019	2018 (₹)
<b>Cash flows from operating activities</b>		
Net profit before tax	(10,221,570)	(17,195,619)
Adjustments for		
Add : Non Cash Item/Items required to be disclosed separately		
Depreciation and amortisation expense	1,348,492	1,740,944
Finance cost	5,961,790	13,456,222
Impairment of Assets		
Loss on sale / discard/ write off of assets	1,689,785	1,125,383
Interest income	(368)	(581,868)
Other non operating income	-	(109,483)
Operating profit before working capital changes	(1,221,872)	(1,564,420)
<b>Changes in Working Capital:</b>		
Inventories	-	-
Trade Receivables	8,897,535	192,290,677
Other current assets	1,768,612	(11,148,194)
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	4,344,563	(181,701,419)
Other current liabilities	(861,435)	392,349
Profit generated from operations	12,927,404	(1,731,006)
Taxes paid	-	-
Net Cash generated from operating activities (i)	12,927,404	(1,731,006)
<b>Cash flows from investing activities</b>		
Purchase of Investment	-	20,066,138
Capital expenditure on fixed assets, including capital advances	-	(15,827,200)
Proceeds from sale of fixed assets	810,116	6,500,000
Net cash generated from investing activities (ii)	810,116	10,738,938
<b>Cash flows from financing activities</b>		
Proceeds from short-term borrowings	767,075	6,462,685
Proceeds from long-term borrowings	(9,413,497)	(2,199,298)
Interest Income & Other Non Operating income	368	691,351
Finance cost	(5,961,790)	(13,456,222)
Net cash generated from financial activities (iii)	(14,607,844)	(8,501,484)
Net changes in cash and cash equivalents (i+ii+iii)	(870,324)	506,448
Cash and cash equivalents at the beginning of the year	929,151	422,703
Cash and cash equivalents at the end of the year	58,827	929,151

As per our report on even date  
For Vidhani Vaswani & Co  
Chartered Accountants  
(FRN: 125493W)

  
CA Rakesh M Vaswani  
Partner  
Membership No: 116974



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

Naresh Saboo  
Managing Director

Kamlesh Prasad  
Director

Place : Nagpur  
Date : 30th May, 2019



**DIAMANT INFRASTRUCTURE LIMITED**  
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31.03.2019

**A. EQUITY SHARE CAPITAL**

BALANCE AS ON 01.04.2018	CHANGES DURING THE YEAR	BALANCE AS ON 31.03.2019	BALANCE AS ON 01.04.2019
70,489,000	-	70,489,000	70,489,000

**B. OTHER EQUITY**

	SUBST. APPLICATION MONEY ENDING ALLOTMENT	EQUITY COMPONENT OF FINANCIAL INSTRUMENTS	RESERVES & SURPLUS				DEBT INSTRUMENTS THROUGH OTHER COMPREHENSIVE INCOME	EQUITY INSTRUMENTS THROUGH OTHER COMPREHENSIVE INCOME	EFFECTIVE PORTION OF CASHFLOW HEDGES	REVALUATION OF N. SURPLUS	Exchange differences on translating the financial statements of a foreign operation	OTHER ITEMS OF COMPREHENSIVE INCOME	MONEY RECEIVED AGAINST SHARE WARRANTS	TOTAL
BALANCE AS ON 01.04.2018			CAPITAL RESERVE	SECURITY PREMIUM RESERVE	OTHER RESERVES	RETAINED EARNINGS								
CHANGES IN ACCOUNTING POLICIES ON PRIOR PERIOD			37,005,130	67,350,000		35,634,878								130,118,055
RESTATED BALANCE AS ON 01.04.2018			37,005,130	67,350,000		35,634,878								130,118,055
TOTAL COMPREHENSIVE INCOME FOR THE YEAR						(13,771,271)								109,302,606
TRANSFER TO RETAINED EARNINGS														
BALANCE AS ON 31.03.2019														109,302,606
TOTAL COMPREHENSIVE INCOME FOR THE YEAR														109,302,606
TRANSFER TO RETAINED EARNINGS														
BALANCE AS ON 31.03.2019														109,302,606
BALANCE AS ON 01.04.2019														109,302,606
CHANGES IN ACCOUNTING POLICIES ON PRIOR PERIOD			37,005,130	67,350,000		25,783,605								130,118,055
RESTATED BALANCE AS ON 01.04.2019			37,005,130	67,350,000		25,783,605								130,118,055
TOTAL COMPREHENSIVE INCOME FOR THE YEAR						(21,336,790)								108,546,295
DIVIDENDS														
TRANSFER TO RETAINED EARNINGS														
BALANCE AS ON 31.03.2019														108,546,295
TOTAL COMPREHENSIVE INCOME FOR THE YEAR														108,546,295
DIVIDENDS														
TRANSFER TO RETAINED EARNINGS														
BALANCE AS ON 31.03.2019														108,546,295
BALANCE AS ON 01.04.2019														108,546,295
BALANCE AS ON 31.03.2019			37,005,130	67,350,000		(5,613,191)								98,791,939

As per our report on even date For Vidhani Vaswani & Co Chartered Accountants (Firm's L250999)

CA Kishan K Vaswani  
Partner  
Membership No. 116074  
Place : Kappur  
Date : 30th May, 2019



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

Mehesh Sahoo  
Managing Director

Kamlesh Prasad  
Director

Particulars	2019	2018
		₹

Note - 16 Revenue From Operations

Sale of Products	4,011,020	106,676,187
Sale of Services	-	-
Contract and sub-contract receipts	-	-
	4,011,020	106,676,187

Note - 17 Other Income

Interest Income	368	581,868
Dividend Income	-	109,483
Other Non-operating Income	-	-
	368	691,351

Note - 18 Purchases Of Stock-In-Trade

Purchases of trading goods	4,005,333	106,562,521
	4,005,333	106,562,521

Note - 19 Changes in inventories

Stock as at 31st March	-	-
Stock of trading goods, stores, spares and property	40,489,551	40,489,551
	40,489,551	40,489,551
Less : Stock as at 1st April	-	-
Stock of trading goods, stores, spares and property	40,489,551	40,489,551
	40,489,551	40,489,551

Note - 20 Employee benefit expenses

Salaries and wages	-	-
Staff welfare expenses	-	4,847
EPF (Employer Contribution)	-	-
ESIC (Employer Contribution)	-	-
PF Admin Expense	1,200	1,200
	1,200	6,047

Note - 21 Finance cost

Interest	5,926,303	12,994,601
Dividend On Redeemable Preference Shares	-	-
Exchange Differences Regarded As An Adjustment To Borrowing Cost	-	-
Bank Charges	35,487	461,621
	5,961,790	13,456,222



Particulars	2019	2018
		₹
<u>Note -22 Other Expenses</u>		
Fuel expenses	-	58,150
Repairs & maintenance	5,932	128,769
Insurance expenses	4,400	186,133
Advertisement	3,564	3,200
Electricity charges	-	22,440
Telephone expenses	-	29,624
Directors Remuneration	-	-
Postage & telegram	-	3,644
Printing & stationery	42,000	19,893
Rent, rates and taxes	-	195,000
Travelling & conveyance	62,268	151,191
Office and general expenses	23,000	29,914
Legal and Professional Charges	570,742	18,250
Payment to auditor (1)	60,000	150,000
Miscellaneous Expenses	300	100,702
BSE Charges	-	-
Interest & Penalty on Delayed Payment	80	493,620
Professional Tax	2,500	2,500
Registrar Fees	44,997	29,149
balance w/off	147	35,440
NSDL Charges	39,809	-
Membership & Subscription	-	14,420
Taxes balance Written off	366,620	-
TDS Deducted Written Off	-	-
	<u>1,226,359</u>	<u>1,672,040</u>

(1) Payment to auditor

As auditor:		
Statutory Audit fee	30,000	55,000
Tax audit fee	-	25,000
Limited review	20,000	40,000
VAT Audit fee	-	25,000
In other capacity:		
Other services (certification fees)	10,000	5,000
	<u>60,000</u>	<u>150,000</u>

Note -23 Exceptional Items

Loss on Sale of Fixed Assets	(1,689,785)	(1,125,383)
	<u>(1,689,785)</u>	<u>(1,125,383)</u>

During the current Financial Year the company has disposed of its Property Plant & Equipment at a loss of Rs.1689785/- For further details refer Note No. 4



## DIAMANT INFRASTRUCTURE LIMITED

## Schedule - 5

## Fixed Assets

Description of Assets	Gross Block				Depreciation					Net Block	
	Balance as at 01.04.2018	Additions	Deductions	Balance as at 31.03.2019	Balance as at 01.04.2018	Provided	Deductions	Excess/Short Depreciation	Balance as at 31.03.2019	As at 31.03.2019	As at 31.03.2018
<b>Tangible Assets</b>											
Computers	36,000	-	-	36,000	28,658	5,542	-	-	34,200	1,800	7,342
Furniture & Fixtures	3,793,183	-	-	3,793,183	2,392,527	360,352	-	-	2,752,880	1,040,303	1,400,656
Office Equipment	599,077	-	-	599,077	520,899	48,224	-	-	569,122	29,955	78,178
Motor Car	5,030,970	-	-	5,030,970	3,726,774	597,679	-	-	4,324,453	706,517	1,304,196
Mobile	145,740	-	-	145,740	90,992	27,601	-	-	118,682	27,058	54,748
Plant & Machinery	17,255,817	-	5,918,581	11,337,236	4,298,908	225,990	3,418,681	-	1,106,218	10,231,019	12,956,909
Other Machinery	986,662	-	-	986,662	578,612	78,144	-	-	656,755	329,907	408,050
Intangible Assets	-	-	-	-	-	-	-	-	-	-	-
Software	48,604	-	-	48,604	9,138	4,869	-	-	14,008	34,686	39,556
<b>Total</b>	<b>27,856,143</b>	<b>-</b>	<b>5,918,581</b>	<b>21,937,562</b>	<b>11,646,509</b>	<b>1,348,492</b>	<b>3,418,681</b>	<b>-</b>	<b>9,576,319</b>	<b>12,401,243</b>	<b>16,249,635</b>

Dep. Upto 30.09.2018	363,691
Dep. Upto 30.09.2018	363,225
Dep. Upto 31.12.2018	310,022
Dep. Upto 31.03.2019	289,639
<b>Total Dep.</b>	<b>1,348,492</b>



Diamant Infrastructure Limited  
Notes forming part of the financial statements

Note 4 Property plant & Equipment

Gross block										
	Balance as at 1 April, 2018	Additions	Disposals	Acquisitions through business combinations	Reclassified as held for sale	Revaluation increase	Effect of foreign currency exchange differences	Borrowing cost capitalised	Impairment during the period	Balance as at 31 March, 2019
	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)
Plant & Equipments	8,841,556	-	5,918,561	-	-	-	-	-	-	2,922,975
Furniture & Fixtures	3,793,183	-	-	-	-	-	-	-	-	3,793,183
Vehicles	5,030,970	-	-	-	-	-	-	-	-	5,030,970
Office Equipments	181,740	-	-	-	-	-	-	-	-	181,740
Crusher(held for sale)	10,000,000	-	-	-	-	-	-	-	-	10,000,000
Total	27,847,449	-	5,918,561	-	-	-	-	-	-	21,928,868
Previous year	(21,626,991)	(15,827,200)	(9,606,742)	-	-	-	-	-	-	(21,626,991)

	Accumulated depreciation and impairment										Net block	
	Balance as at 1 April, 2018	Depreciation / amortisation expense 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	Other adjustments	Balance as at 31 March, 2019	Balance as at 31 March, 2019	Balance as at 31 March, 2016		
	(₹)	(₹)	(₹)	(₹)	(₹)	Loss (₹)	(₹)	(₹)	(₹)	(₹)		
Plant & Equipments	5,398,419	352,358	3,418,681	-	-	-	-	2,332,095	590,880	3,443,138		
Furniture & Fixtures	2,392,527	360,352	-	-	-	-	-	2,752,880	1,040,303	1,400,656		
Vehicles	3,726,774	597,679	-	-	-	-	-	4,324,453	706,517	1,304,196		
Office Equipments	119,650	33,233	-	-	-	-	-	152,883	28,857	62,090		
Crusher(held for sale)	-	-	-	-	-	-	-	-	10,000,000	-		
Total	11,637,370	1,343,622	3,418,681	-	-	-	-	9,562,311	12,366,557	6,210,079		
Previous year	(11,882,654)	(1,736,075)	(1,981,359)	-	-	-	-	(11,637,370)	(16,210,079)	(9,744,337)		

Crusher is held with the intention to sale it & it is classified as Non-current asset held for sale in accordance with Ind-as 105



Diamant Infrastructure Limited  
Notes forming part of the financial statements

Note - 5 Other Intangible Assets

Gross block											
	Balance as at 1 April, 2018	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 31 March, 2019		
	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)		
Computer software	48,694	-	-	-	-	-	-	-	48,694		
Total	48,694	-	-	-	-	-	-	-	48,694		
Previous year	(48,694)	-	-	-	-	-	-	-	(48,694)		

Accumulated depreciation and impairment											
	Balance as at 1 April, 2018	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 and Loss	Other adjustments	Balance as at 31 March, 2019	Balance as at 31 March, 2019	Balance as at 31 March, 2018		
	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)		
Computer software	9,138	4,869	-	-	-	-	14,007	34,687	39,556		
Total	9,138	4,869	-	-	-	-	14,007	34,687	39,556		
Previous year	(4,269)	(4,869)	-	-	-	-	(9,138)	(39,556)	(44,425)		





Particulars	As on 31.03.2019	As on 31.03.2018
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**Note - 6 Financial Assets-Non Current Investments**

Investments in Equity Instruments	32,058,862	32,058,862
Ginger Infrastructure Pvt Ltd(unquoted) (299000 shares at Rs 10.011325/share)	29,933,862	29,933,862
Punjab Urban Cooperative Bank (unquoted) (212600 shares of ₹ 10/- each fully paid up)	2,125,000	2,125,000
Investments in Preference Share	-	-
Investments in Government or trust securities	-	-
Investments in debentures or bonds	-	-
Investments in Mutual Funds	-	-
Investments in partnership firms	-	-
	<u>32,058,862</u>	<u>32,058,862</u>

**Note - 7 Current Assets-Inventories**

(a) Raw materials	-	-
(b) Work-in-progress	-	-
(c) Finished goods	-	-
(d) Stock-in-trade	40,489,551	40,489,551
(e) Stores and spares	-	-
(f) Loose tools	-	-
	<u>40,489,551</u>	<u>40,489,551</u>

**Note - 8 Current Assets-Trade Receivables**

(a) Secured, considered Good	-	-
(b) Unsecured, considered Good	148,230,573	157,128,108
(c) Doubtful	-	-
	<u>148,230,573</u>	<u>157,128,108</u>

**Note - 9 Cash and cash equivalents**

Cash in Hand	16,938	760,993
Balance with banks	-	-
- In current accounts	30,847	157,157
- In earmarked deposit account	11,041	11,041
- In unpaid dividend account	-	-
	<u>58,826</u>	<u>929,151</u>

**Note:**

1. Balance in earmarked deposit account is subject to bank confirmation.
2. An application has been filled for closure of current account in Syndicate branch Mumbai but bank has not yet responded. Balance in Syndicate bank current account is subject to bank confirmation.

**Note - 10 Other Current Assets**

(a) Advances Other than Capital Advances	70,126,547	71,156,547
(i) Security Deposits	11,123,476	11,123,476
(i)(a) Security Deposits for registered office (with Mr Naresh saboo/ Mrs Madhu Saboo)	2,000,000	2,000,000
(i)(b) Security Deposits with Clients	9,123,476	9,123,476
(ii) Advance to related Parties	-	-
(iii) Advances receivable in cash or in kind	59,003,071	60,033,071
(b) Others	8,251,436	8,990,048
(i) Balance with Government Authorities	8,251,436	8,990,048
(ii) Prepaid Expenses	-	-
	<u>78,377,983</u>	<u>80,146,595</u>



Note 11 Share capital

Particulars	31-Mar-19 (₹)	31-Mar-18 (₹)
(a) Authorised		
5,00,00,000 equity shares of ₹ 2/- each with voting rights	100,000,000	100,000,000
	<u>100,000,000</u>	<u>100,000,000</u>
(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	<u>70,408,000</u>	<u>70,408,000</u>
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	<u>70,408,000</u>	<u>70,408,000</u>

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, 2019								
- Number of shares	35,204,000	-	-	-	-	-	-	35,204,000
- Amount (₹)	70,408,000	-	-	-	-	-	-	70,408,000
Year ended 31 March, 2018								
- Number of shares	35,204,000	-	-	-	-	-	-	35,204,000
- Amount (₹)	70,408,000	-	-	-	-	-	-	70,408,000

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

Class of shares/Name of shareholder	31-Mar-19		31-Mar-18	
	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%



Note Particulars

	31st March 2019 (₹)	31st March 2018 (₹)	31st March 2017 (₹)
24 Contingent liabilities and commitments (to the extent not provided for)			
(i) Contingent liabilities			
(a) Guarantee Given on behalf of the Investee company ( Ginger Infrastructure Pvt. Ltd.) Ginger Infrastructure has obtained a loan from Andhra Bank of Rs. 30 crores and Diamond Infrastructure Ltd has given a guarantee for that loan. And till the date of audit, the diamond infrastructure ltd company has also given its flat(house property) which has been held in its stock as additional security for that loan.	300,000,000	300,000,000	300,000,000
(b) Appeal to High Court against Local Body Tax 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 petition to the high court.	7,520,319.00	7,520,319.00	7,520,319.00
(c) Appeal to Income tax Appellate Tribunal The company has preferred an appeal to the ITAT for the A.Y. 2007-08 regarding payment of Interest and Tax	9,074,721.00	9,074,721.00	9,074,721.00

25 Details of Non-Current Financial 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 (36)	605,315 (605,315)	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 3 to 5 years.

Punjab Urban Co - Op. Bank Ltd.

61  
(73)

27,239,562  
(36,653,059)

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.

26 Details of Current Financial 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 (349205040001300- Gokulpeth Br)	-	83,021,931	As details given below

Details of Current Financial borrowings (Unsecured)

b) From Banks:

Name of the Bank	No of o/s installments	Amount o/s	
Union Bank Of India - 349201010222449	-	4,504,242	None



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.

The above loan has been classified as NPA in last financial year and no interest has been charged on the same thereafter. The facility has been classified as NPA due to some dispute going on in between the bank and the company. Due to this the company has sent the legal notice to the Union bank of India contending that the company has suffered the huge amount of loss due to this financial facility, earlier which was not allowed to be closed by the bank. And due to this loss the company has claimed a damages of around Rs. 13 crore on the Union Bank of India.

27 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 and hence, disclosures on the face of balance sheet, relating to amounts unpaid as at the year end together with interest payable as required under the said Act have not been given.

28 Earnings per share (EPS)

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

	31-Mar-19	31-Mar-18	31-Mar-17
	(₹)	(₹)	(₹)
Total (continuing) operations for the year			
Profit/(loss) after tax	(10,842,006)	(20,536,790)	(33,771,273)
Less: Dividends on convertible preference share & tax thereon			
Net profit/(loss) for calculation of basic/diluted EPS (A)	(10,842,006)	(20,536,790)	(33,771,273)
Weighted average number of equity shares in calculating basic EPS (B)	35,204,000	35,204,000	35,204,000
Earnings per share (EPS) (basic/diluted) (*) (A/B)	(0.31)	(0.58)	(0.96)

29 Deferred Tax Asset/Liability (Net)

	31-Mar-19	31-Mar-18	31-Mar-17
	(₹)	(₹)	(₹)
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	5,861,886	9,203,057	8,454,731
On difference between book balance and tax balance of fixed assets	(620,436)	(3,341,171)	748,326
Gross deferred tax assets (B)	5,241,450	5,861,886	9,203,057
Deferred tax Asset/(Liability) (Net) (B-A)	5,241,450	5,861,886	9,203,057

30 Value of imports calculated on CIF basis

	31-Mar-19	31-Mar-18	31-Mar-17
	(₹)	(₹)	(₹)
Expenditure in foreign currency	Nil	Nil	Nil
Earnings in foreign exchange	Nil	Nil	Nil

31 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

31.1 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.

31.2 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.

31.3 The sales tax department in the financial year 2013-14, raised a demand on the company for ₹ 74,64,088/-, against which the Company has preferred an appeal against the department with the Deputy Commissioner of Sales Tax (Appeals). The company has already deposited ₹ 4,14,473/- of the demand raised under protest. 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.

31.4 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 Piltion against the order of the Commissioner in the High Court, and till the date of audit no judgement has been passed on the same.

31.5 During the current year there were no employees on the payroll & we have disposed of our Fixed assets as well. All the above facts cause significant doubt as to going concern principle. However the management believes that the event & facts are temporary in nature & they will continue as a Going Concern.

31.6 For the purpose of valuation of investments in Ginger Infrastructure Pvt Ltd, book value as per last year balance sheet is considered as the value of the investments due to non availability of latest Audited balance sheet of ginger infrastructure Pvt Ltd for calculating the book value per share of the investments.



Note-32 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, 2019			
	Business segments			Total
	Infrastructure (₹)	Trading (₹)	Unallocable (₹)	(₹)
Revenue	-	4,011,020 (106,676,187)	-	4,011,020 (106,676,187)
Segment result	(2,683,995) (14,633,417)	114,000 (113,657)	-	(2,569,995) (14,747,074)
Operating income	(18,789,798)	-	-	(18,789,798)
Other income (net)	368 (691,351)	-	-	368 (691,351)
Profit before taxes	(10,221,570) (17,195,619)	-	-	(10,221,570) (17,195,619)
Tax expense	-	-	(620,436) (3,341,171)	(620,436) (3,341,171)
Net profit for the year	(10,842,006) (20,536,790)	-	-	(10,842,006) (20,536,790)

Particulars	For the year ended 31 March, 2019			
	Business segments			Total
	Infrastructure (₹)	Trading (₹)	Unallocable (₹)	(₹)
Segment assets	220,898,430 (230,402,802)	86,214,366 (87,371,012)	5,241,450 (5,861,886)	312,354,246 (323,635,700)
Segment liabilities	123,841,657 (122,348,495)	18,538,641 (18,804,118)	825,889	143,206,187 (141,152,613)
Depreciation and amortisation (allocable)	1,348,492 (1,740,944)	- -	- -	- -

Note: Figures in Brackets indicates previous years figure



Note -33 Related party transactions

Description of relationship	Names of related parties
Key Management Personnel (KMP)	Naresh Saboo (Managing Director) Kamlesh Prasad (Whole-time Director) Mohd. Israil Sheikh (Executive Director) Yash Saboo (Chief Financial Officer)
Relatives of KMP	Mrs. Madhu Saboo (Wife of the Managing Director Mr Naresh Saboo) Mr Rakesh Prasad (Brother of the Executive 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 is a Director) M/s. Diamant Infrastructure Development 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 Bulldozer 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) M/s PDH Construction Pvt Ltd (Company in which the Executive Director Mr Israil Sheikh is a Director)

Note: Related parties have been identified by the Management.



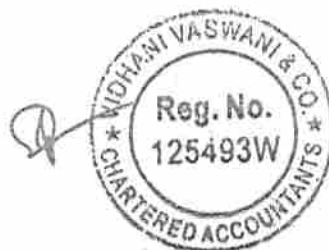


Details of related party transactions during the year ended 31 March, 2019 and balances outstanding as at 31 March, 2019:

(₹)

Particulars	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP have significant influence	Total
Directors Remuneration	-	-	-	-
Salaries and	(-)	-	(-)	-
bonus paid	(90,000)	(129,000)	(-)	(219,000)
Leases taken	(1,431,923)	(-)	280,000 (21,830,000)	280,000 (23,231,933)
Repayment of Leases taken	(1,428,513)	(-)	12,925 (2,399,000)	12,925 (2,719,513)
Setup of Investment	(-)	(-)	(20,100,000)	(20,100,000)
Legal & Professional Charges	(-)	(-)	(-)	(-)
Balances outstanding at the end of the year				
Trade Payables	(32,736)	(110,000)	229,472 (-)	229,472 (142,736)
Trade Receivable	(-)	(-)	19,865,209 (33,093,009)	19,865,209 (33,093,009)
Unsecured Loan	(-)	(-)	267,075	267,075

Notes: Figures in bracket relates to the previous year



## **1. COMPANY OVERVIEW**

Diamant Infrastructure Limited (hereinafter referred to as "the Company") was incorporated in 1980 as a public limited company in the State of Maharashtra, by Shri Dalal & Shah Group, which was subsequently taken over by M/s. Saboo Capital & Securities Pvt. Ltd., In July 2005.

In June 2007 the main object of company was changed to road construction and real estate.

The Registered office of company is at Gotmare Complex, Block - B, 1st Floor, North Bazar Road, Dharampeth Ext., Nagpur - 440 010, Maharashtra, India. The company executed various contracts of road projects SFRC Rain Water Drains and Civil Contracts which include Contracts from AshokaBuildcon Ltd., IRB infrastructure ltd., ATR Infraproject Pvt. Ltd., IVRCL, VishwaInfraways Pvt. Ltd., Sadbhav Engineering Ltd., Oriental Structural Engineers Pvt. Ltd., Chetak Enterprises Ltd., Refex Energy Ltd., Jindal Power Limited, Ginger Infrastructure Pvt Ltd., etc.

## **2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

### **a) Basis of preparation and compliance with Ind AS**

- (i) For all periods upto and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with Generally Accepted Accounting Principles (GAAP) in India and complied with the accounting standards. (Previous GAAP) as notified under Section 133 of the Companies Act, 2013 read together with Rule 7 of the Companies (Accounts) Rules, 2014, as amended, to the extent applicable, and the presentation requirements of the Companies Act, 2013.

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (Ind AS) notified under Section 133 read with Rule 4A of Companies (Indian Accounting Standards) Rules, 2015, as amended, and the relevant provisions of the Companies Act, 2013 (collectively, "Ind ASs") with effect from April 1, 2017 and the Company is required to prepare its financial statements in accordance with Ind ASs for the year ended March 31, 2019.

- (ii) These financial statements were approved for issue by the Board of Directors on 30-05-2019.

### **b) Basis of measurement**

The Ind AS Financial Statements have been prepared on a going concern basis using historical cost convention and on an accrual method of accounting, except for certain financial assets and liabilities which have been measured at fair value as required by relevant Ind As.

#### **Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or



• In the absence of a principal market, in the most advantageous market for the asset or liability The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

Fair value for measurement and /or disclosure purpose in these financial statements is determined on such a basis, except for measurements that have some similarities to fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

**c) Functional and presentation currency**

These Ind AS Financial Statements are prepared in Indian Rupee which is the Company's functional currency. All financial information presented in Rupees has been rounded to the nearest Rupee.



### 3. SIGNIFICANT ACCOUNTING POLICIES

The Company has applied following accounting policies to all periods presented in the Ind AS Financial Statement.

#### a) Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The specific recognition criteria described below must also be met before revenue is recognised.

##### **Contract revenue (Construction Contracts)**

Contract revenue and contract cost associated with the construction of road are recognised as revenue and expenses respectively by reference to the stage of completion of the projects at the balance sheet date. The stage of completion of project is determined by the proportion that contract cost incurred for work performed upto the balance sheet date bear to the estimated total contract costs. Where the outcome of the construction cannot be estimated reliably, revenue is recognised to the extent of the construction costs incurred if it is probable that they will be recoverable. If total cost is estimated to exceed total contract revenue, the Company provides for foreseeable loss. Contract revenue earned in excess of billing has been reflected as unbilled revenue and billing in excess of contract revenue has been reflected as unearned revenue.

Revenue from sales is recognised when all significant risks and rewards of ownership of the commodity sold are transferred to the customer which generally coincides with delivery.

##### **Interest & Dividend Income**

Interest income is recorded using effective rate of interest method (EIR).

EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial asset or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

Dividend is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

#### b) Property, Plant and Equipment

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

The Company has applied Ind AS 16 with retrospective effect for all of its property, plant and equipment as at the transition date, viz., 1 April 2016.

The initial cost of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, attributable borrowing cost and any other directly attributable costs



of bringing an asset to working condition and location for its intended use. It also includes the present value of the expected cost for the decommissioning and removing of an asset and restoring the site after its use, if the recognition criteria for a provision are met.

Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are normally charged to the statements of profit and loss in the period in which the costs are incurred. Major inspection and overhaul expenditure is capitalized if the recognition criteria are met.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised net as Exceptional item in statement of profit and loss.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss, when the asset is derecognised.

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

#### (ii) Depreciation

Assets in the course of development or construction and freehold land are not depreciated.

Other property, plant and equipment are stated at cost less accumulated depreciation and any provision for impairment. Depreciation commences when the assets are ready for their intended use.

Depreciation is calculated on the depreciable amount, which is the cost of an asset less its residual value. Depreciation is provided at rates calculated to write off the cost, less estimated residual value, of each asset on a written down value basis over its expected useful life (determined by the management based on technical estimates), as follows:

The estimated useful lives of assets are as follows:

- |   |             |
|---|-------------|
| • Buildings   | 30-60 years |
| • Plant and equipments  | 15-40 years |
| • Furniture and fixtures  | 5-10 years  |
| • Vehicles  | 8-10 years  |
| • Office equipments   | 5 years     |
| • Railway sidings   | 15 years    |
| • Individual items of assets costing upto Rs. 5,000 are fully depreciated in the year of acquisition. |             |

Major inspection and overhaul costs are depreciated over the estimated life of the economic benefit derived from such costs. The carrying amount of the remaining previous overhaul cost is charged to the



statement of profit and loss if the next overhaul is undertaken earlier than the previously estimated life of the economic benefit.

When significant spare parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Depreciation methods, useful lives and residual values are reviewed at each financial year end and changes in estimates, if any, are accounted for prospectively.

#### c) Intangible assets

Intangible assets acquired are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

The useful lives of intangible assets are assessed as either finite or indefinite. The Company currently does not have any intangible assets with indefinite useful life. Intangible assets are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

#### d) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

#### e) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

#### f) Impairment of Non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the





Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

#### g) Government Grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is treated as deferred income and released to the statement of profit and loss over the expected useful lives of the assets concerned. When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to statement of profit and loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

#### h) Inventories

Inventories are valued at the lower of cost and net realisable value except scrap and by products which





are valued at net realisable value.

Costs incurred in bringing the inventory to its present location and condition are accounted for as follows:

Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Stock-in-Trade: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs necessary to make the sale.

Obsolete inventories are identified and written down to net realisable value.

Slow moving and defective inventories are identified and provided to net realisable value.

## **D) Taxation**

### **Current income tax**

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### **Deferred tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences, except when it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.



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

**Sales/ value added taxes/Goods & Service tax** paid on acquisition of assets or on incurring expenses  
Expenses and assets are recognised net of the amount of sales/ value added taxes/ Goods & Service tax paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable.
- When receivables and payables are stated with the amount of tax included, the net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

j) Employee benefit schemes

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.

k) Provision for liabilities and charges, Contingent liabilities and contingent assets

The assessments undertaken in recognising provisions and contingencies have been made in accordance with the applicable Ind AS.

Provisions represent liabilities to the Company for which the amount or timing is uncertain. Provisions are recognized when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognized in the statement of profit and loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Guarantees are also provided in the normal course of business. There are certain obligations which management has concluded, based on all available facts and circumstances, are not probable of payment or are very difficult to quantify reliably, and such obligations are treated as contingent liabilities and disclosed in the notes but are not reflected as liabilities in the financial statements. Although there can be no assurance regarding the final outcome of the legal proceedings in which the Company involved, it is not expected that such contingencies will have a material effect on its financial position or profitability.

l) Earnings per share



The Company presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit and loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit and loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

m) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. Revenue and expenses are identified to segments on the basis of their relationship to the operating activities of the segment. Inter segment revenue are accounted for based on the cost price. Revenue, expenses, assets and liabilities which are not allocable to segments on a reasonable basis, are included under "Unallocated revenue/ expenses/ assets/ liabilities".

n) Cash Flow Statement

Cash flows are reported using indirect method as set out in Ind AS -7 "Statement of Cash Flows", whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

o) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 April 2017, the Company has determined whether the arrangement contains lease on the basis of facts and circumstances existing on the date of transition.

Company as a lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

p) Use of Estimates and Judgments



The preparation of the financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates under different assumptions and conditions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are elaborated in note no 34.

#### **Note-34 Critical estimates and judgements in applying accounting policies**

The management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Information about estimates and judgements made in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are as follows:

**i) Property, plant and equipment and useful life of property, plant and equipment and intangible assets**

The carrying value of property, plant and equipment is arrived at by depreciating the assets over the useful life of assets. The estimate of useful life is reviewed at the end of each financial year and changes are accounted for prospectively.

**ii) Impairment of non-financial assets**

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset.

**iii) Provisions and contingencies**

The assessments undertaken in recognising provisions and contingencies have been made in accordance with the applicable Ind AS.

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Where the effect of time value of money is material, provisions are determined by discounting the expected future cash flows.

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Guarantees are also provided in the normal course of business. There are certain obligations which management has concluded, based on all available facts and circumstances, are not probable of payment or are very difficult to quantify reliably, and such obligations are treated as contingent liabilities and disclosed in the notes but are not reflected as liabilities in the financial statements. Although there can be no assurance regarding the final outcome of the legal proceedings in which the Company involved, it is not expected that such contingencies will have a material effect on its financial position or profitability.



**Form No. MGT-11**

**Proxy form**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

CIN:

Name of the company:

Registered office:

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

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

1. Name: .....

Address:

E-mail Id:

Signature:....., or failing him

2. Name: .....

Address:

E-mail Id:

Signature:....., or failing him

3. Name: .....

Address:

E-mail Id:

Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the .....Annual general meeting/ Extraordinary general meeting of the company, to be held on the ..... day of..... At..... a.m. / p.m. at.....(place) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1.....

2.....

3.....

Signed this..... day of..... 20....

Signature of shareholder

Affix  
Revenue  
Stamp

Signature of Proxy holder(s)

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**