

# D.M.C INFRASTRUCTURE PVT. LTD.

8356, W NO-14, MODEL BASTI, FILMISTAN CINEMA, DELHI-110005,  
CIN No.U45400DL2008PTC178327 CONTACT No.9810179126

Ref. No. ....

Date.....

## Director's Report

To,  
The Members of  
**DMC INFRASTRUCTURE PRIVATE LIMITED**

Your Directors have pleasure in presenting their 10<sup>th</sup> Director's Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31st March, 2018.

### FINANCIAL HIGHLIGHTS

Particulars	Current year	Previous Year
Revenue from operations	9,97,200.00	2,43,310.00
Other Income	0.00	0.00
<b>Total Income</b>	<b>9,97,200.00</b>	<b>2,43,310.00</b>
Depreciation	6,95,731.00	24,753.00
Tax		
Current Tax	160.00	3,910.00
Deferred Tax	2,02,520.00	0.00
Earlier Tax	0.00	0.00
<b>Profit/(Loss) after Tax</b>	<b>(1,47,426.00)</b>	<b>10,669.00</b>
Earnings per share (Rs.) :		
Basic	(14.74)	1.07
Diluted	(14.74)	1.07

### STATE OF COMPANY'S AFFAIRS

During the year under review, the company has earned total income of Rs. 9, 97,200.00/- as against 2, 43,310.00/- in the previous year. During the period, the Company has incurred a loss of Rs. 1, 47,426.00/- compared to a profit of Rs. 10,669.00/- in the previous year.

### TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (J) OF THE COMPANIES ACT, 2013

For the financial year ended 31st March, 2018, the Company is not proposed to carry any amount to General Reserve Account.

### DIVIDEND

Keeping in view the present financial position of the company, your Directors do not recommend any dividend for the year ended 31st March, 2018.

### CAPITAL STRUCTURE

The paid-up equity share capital of the company as on 31.03.2018 is Rs. 24,00,000.00/-. During the year under review, the company has not issued any shares or convertible instruments.

### REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

Your directors are optimistic about company's business and hopeful for better performance. There was no change in the nature of business of the company

**MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate on the date of this report.

**DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES –**

As on March 31, 2018, the Company does not have any subsidiary/joint venture/associate companies.

**ANNUAL RETURN**

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 in Form MGT-9 is annexed herewith for your kind perusal and information. **(Annexure: 1)**

**CHANGE IN DIRECTORS**

There was no director who appointed/ceased/ re-elected/ re-appointed during the year under review. Company is not mandatorily required to appoint any whole time Key Managerial Personnel.

**APPOINTMENT OF INDEPENDENT DIRECTORS IN THE BOARD AND DECLARATION UNDER SECTION 149(6)**

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

**MEETINGS OF THE BOARD OF DIRECTORS**

The following Meetings of the Board of Directors were held during the financial year:

S.No	Date of Meeting	Board Strength	No. of Directors Present
1	10/05/2017	3	3
2	05/09/2017	3	3
3	30/11/2017	3	3
4	22/03/2018	3	3

**COMPLIANCE WITH THE PROVISION OF SECRETARIAL STANDARD -1 AND SECRETARIAL STANDARD -2**

The Applicable provisions of Secretarial Standard, SS-1 & SS - 2 relating to 'Meeting of Board of Directors' and 'General Meeting' respectively has been duly complied by your Company

**DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;



- b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The directors had prepared the annual accounts on a going concern basis; and
- e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **STATUTORY AUDITOR AND AUDITORS' REPORT**

WHEREAS M/s ARSJ & CO., Chartered Accountants FRN: 013142N have resigned with effect from 17/08/2018 and M/s Sanjay Manish & Associates, Chartered Accountants (Firm Registration No. 027117N) has been appointed in the Extra-Ordinary General Meeting held on 25/08/2018 as Statutory Auditor of the Company to fill in the vacancy caused by resignation of M/s ARSJ & Co. and they shall hold office until the conclusion of ensuing Annual General Meeting

Further, the Board hereby recommends the re-appointment of M/s Sanjay Manish & Associates, Chartered Accountants (Firm Registration No. 027117N) as Statutory Auditor of the company for next period of 5 consecutive years from the conclusion of the ensuing Annual General Meeting till the conclusion of the 15<sup>th</sup> Annual General Meeting.

There are no observations (including any qualification, reservation, adverse remark or disclaimer) of the Auditors in their Audit Report that may call for any explanation from the Directors. Further, the notes to accounts referred to in the Auditor's Report are self-explanatory.

#### **DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM**

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

#### **SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT**

The Secretarial Audit is not applicable on the company as it is not covered under the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

#### **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company is not required to form such policy.

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

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitution of Corporate Social Responsibility Committee.

### **LOANS, GUARANTEES AND INVESTMENTS**

During the year under review, the Company has not given any loan or guarantee or made any investment falling under Section 186 of the Companies act 2013.

### **RELATED PARTY TRANSACTIONS**

During the financial year 2017-18, the Company has not entered into any transactions with related parties as per the provisions and other applicable laws of the Companies Act, 2013, read with the Rules issued there under.

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO**

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

### **RISK MANAGEMENT**

Risks are events, situations or circumstances which may lead to negative consequences on the Company's businesses. Risk management is a structured approach to manage uncertainty. A formal enterprise wide approach to Risk Management is being adopted by the Company and key risks will now be managed within a unitary framework. As a formal roll-out, all business divisions and corporate functions will embrace Risk Management Policy and Guidelines, and make use of these in their decision making. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews. The risk management process in our multi-business, multi-site operations, over the period of time will become embedded into the Company's business systems and processes, such that our responses to risks remain current and dynamic.

### **INTERNAL FINANCIAL CONTROLS**

The Companies Act, 2013 re-emphasizes the need for an effective Internal Financial Control system in the Company. The system should be designed and operated effectively. Rule 8(5) (viii) of Companies (Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board's report. To ensure effective Internal Financial Controls the Company has laid down the following measures:

1. The internal financial control systems are commensurate with the size and nature of its operations.
2. All legal and statutory compliances are ensured on a monthly basis. Non-compliance, if any, is seriously taken by the management and corrective actions are taken immediately. Any amendment is regularly updated by internal as well as external agencies in the system.
3. Approval of all transactions is ensured through a preapproved Delegation of Authority Schedule which is reviewed periodically by the management.
4. The Company follows a robust internal audit process. Transaction audits are conducted regularly to ensure accuracy of financial reporting, safeguard and protection of all the assets. Fixed Asset verification of assets is done on an annual basis. The audit reports for the above audits are compiled and submitted to Board of Directors for review and necessary action.



**MAINTENANCE OF COST RECORDS AS SPECIFIED BY THE CENTRAL GOVERNMENT UNDER SUB-SECTION 1 OF SECTION 148 OF THE COMPANIES ACT, 2013**

The Company does not meet the criteria of sub-section 1 of section 148 of the Companies Act, 2013 along with the rules so there is no requirement of disclosure.

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

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

**ACKNOWLEDGEMENT**

Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

For DMC INFRASTRUCTURE PRIVATE LIMITED



SANDEEP GUPTA  
DIRECTOR & CHAIRMAN

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DELHI-110085

Place, Delhi

Date: 28.05.2018