

2016-17

**Anna
Infrastructures
Limited**

25th

Annual Report



BOARD OF DIRECTORS

Mr. Ashok Kumar Mittal

Chairman
Non-Executive Director

Mr. Anil Kumar Agarwal

Whole Time Director

Mr. Rakesh Kumar Mittal

Non-Executive Director

Mr. Ramesh Chand Agarwal

Non-Executive Director

Mr. ShambhuDayalAgarwal

Non-Executive, Independent Director

Mrs. KusumSinghal

Non-Executive, Independent Director

Mr. Rhythm Garg

Non-Executive, Independent Director



BANKERS

Oriental Bank of Commerce



STATUTORYAUDITORS

M/s Mehra Sanjay & Co.

Chartered Accountant



CORPORATE IDENTIFICATION NUMBER (CIN)

L65910UP1993PLC070612

CORPORATE INFORMATION



REGISTRAR AND SHARE TRANSFER AGENT

Beetal Financial & Computer Services Private Limited

Beetal House-99, Madangir, New Delhi-110062

Tel. No.:011-29961281-84

E-mail: beetal@beetalfinancial.com



REGISTERED & CORPORATE OFFICE

Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower,
Sanjay Place, Agra-282002, Uttar Pradesh



LISTING OF EQUITY SHARES

Bombay Stock Exchange

Scrip ID: ANNAINFRA

ISIN: INE336D01014

Scrip Code: 530799



25th ANNUAL GENERAL MEETING OF ANNA INFRASTRUCTURES LIMITED

Date: 26th September, 2017

Time: 3 P.M.

Venue: **Hotel Nuova**, Block S-23,
Sanjay Place, Agra-282005
Uttar Pradesh

Email ID : annainfra@gmail.com















Website : www.annainfra.com

Telephone : 0562-2527004

CORPORATE INFORMATION



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NOTICE OF 25TH ANNUAL GENERAL MEETING

Notice is hereby given that Twenty-Fifth Annual General Meeting of the Members of ANNA INFRASTRUCTURES LIMITED ('the Company') will be held on Tuesday, 26th September, 2017 at the Hotel Nuova, Block S-23, Sanjay Place, Agra-282005 at 3:00 P.M. to transact the following business:

ORDINARY BUSINESS:

1. Adoption of annual audited Financial Statement and Reports thereon

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2017 including audited Balance Sheet as at 31st March, 2017 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

2. Appointment of Director in place of those retiring by rotation

To Appoint a Director in place of Mr. Ramesh Chand Agarwal (DIN:[00559731](#)), who retires by rotation and being eligible, offer himself for re-appointment.

3. Appointment of Statutory Auditors

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

“**RESOLVED** that pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s Vinay Bansal & Associates, Chartered Accountant (Firm Registration No.015675C), who have offered themselves for appointment and have confirmed their eligibility to be appointed as Statutory Auditors, in terms of provisions of Section 141 of the Act, and Rule 4 of the Rules, be and are hereby appointed as Statutory Auditors of the Company, to hold office from the conclusion of this 25th Annual General Meeting (AGM) until the conclusion of the 30th AGM, on such remuneration as may be agreed upon by the Board of Directors and the Auditors.”

By Order of the Board of Directors
For Anna Infrastructures Limited

Agra, August 14, 2017

(Kanchan Agarwal)
Company Secretary

Registered Office:

Shop. No. 1 & 3, E-14/6, First Floor,
Shanta Tower, Sanjay Place,
Agra-282002



NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument appointing the proxy, in order to be effective, must be deposited at the Company's registered office, not less than 48 hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc, must be supported by appropriate resolutions /authority as applicable. A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the share capital of the company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as proxy for any other person or shareholder.
2. As per the provisions of Regulation 36(3) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, information in case of new appointment / reappointment of Director(s).
3. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company / Registrar.
- 4. Corporate members intending to send their authorized representative(s) to attend the meeting pursuant to the provisions of Section 113 of the Companies Act, 2013 are requested to send to the Company, a Certified True Copy of the relevant Board resolution together with specimen signatures of the authorized representative(s) to attend and vote on their behalf at the meeting.**
5. For convenience of the Members and for proper conduct of the Meeting, entry to the place of Meeting will be regulated by Attendance Slip, which is annexed to the Annual Report. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the entrance of the venue.
6. The Register of Members and the Share Transfer books of the Company will remain closed from, Wednesday, 20th September, 2017 to Tuesday, 26th September, 2017 (both days inclusive).
7. In terms of and in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, and revised Clause 35B of the Listing Agreement, the Company is pleased to offer remote e-voting facility as an alternate to all its Members to enable them to cast their vote electronically instead of casting the vote at the Meeting. The Members who have casted their votes by remote e-voting may participate in the Meeting even after exercising their right to vote through remote e-voting but they shall not be allowed to cast vote again at the Meeting. For this purpose, the Company has entered into an agreement with CDSL for facilitating e-voting to enable the Shareholders to cast their votes electronically. The Company is also providing facility for voting by Ballot at the Annual General Meeting apart from providing remote e-voting facility for all those members who are present at the general meeting but have not casted their votes by availing the remote e-voting facility.
8. The remote e-voting facility shall be opened from Saturday, 23rd September, 2017 at 10.00 a.m. to Monday, 25th September, 2017 till 5.00 p.m., both days inclusive. The remote e-voting facility shall not be allowed beyond 5.00 p.m. on Monday, 25th September, 2017 till 5.00 p.m. During the period when



facility for remote e-voting is provided, the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date/entitlement date, may opt for remote e-voting. Provided that once the vote on a resolution is casted by the member, he shall not be allowed to change it subsequently or cast the vote again.

9. The Notice of the Meeting is being placed on the website of the Company viz., www.annainfra.com and on the website of CDSL viz., www.evotingindia.com.
10. **Mr. Aditya Narayan Srivastava, Advocate (Civil Court, Agra, Reg. No. 867/93)** has been appointed as a Scrutinizer for conducting the voting by Ballot at the Meeting and remote e-voting process in a fair and transparent manner.
11. The Scrutinizer shall, immediately after the conclusion of voting at the Meeting, first count the votes casted by Ballot at the Meeting, thereafter unblock the votes casted through remote e-voting in the manner provided in the Rules and make, not later than 3 days of conclusion of the Meeting, consolidated Scrutinizer's Report of remote e-voting and voting by Ballot at the Meeting, of the total votes casted in favor or against, if any, to the Chairman of the Meeting and the Chairman or a person as may be authorized by him in writing shall declare the result of the voting forthwith and all the resolutions as mentioned in the Notice of the Meeting shall be deemed to be passed on the date of the Meeting. The results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company at www.annainfra.com and on the website of CDSL at www.evotingindia.com, immediately after the results are declared by the Chairman.
12. The Company has fixed Tuesday, 19th September, 2017, as the cutoff date/entitlement date for identifying the Shareholders for determining the eligibility to vote by electronic means or in the Meeting by Ballot. Instructions for exercising voting rights by remote e-voting are attached herewith and forms part of this Notice. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off/ entitlement date only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting.
13. The Company has appointed BEETAL Financial & Computer Services Private Limited. Members holding shares in physical form are requested to advise any change of address immediately to the Company's Share Registrars and Transfer Agents. Members holding shares in electronic form must send the advice about change in address to their respective Depository Participant only and not to the Company or the Company's Share Registrars and Transfer Agents.
14. In accordance with the Companies Act, 2013 read with the Rules, the Notice of the Annual General Meeting along with the Annual Report for 2016-17 are sent by electronic mode to those members whose e-mail address are registered with the Company/ Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their e-mail address, physical copies are being sent by the permitted mode.
15. The relevant documents referred to in the accompanying Notice are available for inspection at the Registered Office of the Company on all working days between 12.00 noon to 3.00 p.m. upto the date of the Meeting.
16. The Annual Report of the Company will be made available on the Company's website at www.annainfra.com and also on the website of BSE Limited at www.bseindia.com.



17. PROCEDURE AND INSTRUCTIONS FOR MEMBERS VOTING ELECTRONICALLY:

- (i) The voting period begins on Saturday 23rd September, 2017 10:00 AM and ends at 5:00 PM on Monday, 25th September, 2017. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 19th September, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website www.evotingindia.com.
- (iii) Click on “Shareholders” tab.
- (iv) Now, select the “ANNA INFRASTRUCTURES LIMITED” from the drop down menu and click on “SUBMIT”
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

		For Members holding shares in Demat Form and Physical Form
PAN*		<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB#		Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Details#	Bank	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <p>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.</p>

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note



that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant ANNA INFRASTRUCTURES LIMITED on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) **Note for Non – Individual Shareholders and Custodians**
 - Non Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.



Additional information on Director(s) recommended for appointment/re-appointment as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In respect of Item No. 2

Mr. Ramesh Chand Agarwal

Brief resume and nature of expertise

Mr. Ramesh Chand Agarwal holding DIN: [00559731](#) aged around 71 years is a Commerce Graduate having experience of 45 years in capital market activities. Mr. Ramesh Chand Agarwal joined Anna Infrastructures Limited in February, 1993. Mr. Agarwal was then designated as a Non Executive Director of the Company. Mr. Agarwal is well versed in the field of primary market, secondary market, mutual funds and arbitrage operations. He is keenly engaged into the business development and controls key strategic aspects of the business at Agra, India.

Discloser of relationships between Directors inter-se

Relative of Mr. Anil Kumar Agarwal as being his elder brother.

Other Listed Companies in which Mr. Ramesh Chand Agarwal holds Directorship and Committee membership as on August 14, 2017

Nil

Shareholding in the Company as on August 14, 2017

71,510 shares

By Order of the Board of Directors
For **Anna Infrastructures Limited**

Agra, August14, 2017

(Kanchan Agarwal)
Company Secretary

Registered Office:

Shop. No. 1 & 3, E-14/6, First Floor,
Shanta Tower, Sanjay Place,
Agra-282002



DIRECTORS' REPORT

To,
The Members,
Anna Infrastructures Limited
Your Directors have the pleasure of presenting the Twenty Fifth Annual Report of the Company on the business and operations of the Company, together with Audited Statement of Accounts for the year ended March 31, 2017.

1. FINANCIAL RESULTS

The Company's performance during the financial year ended March 31, 2017 as compared to the previous financial year is summarized as below:

	(In Rs.)	
	Current Year ended 31/03/2017	Previous Year Ended 31/03/2016
Revenue from Operations before tax, interest & depreciation	31,69,936.00	47,10,501.00
Less: Depreciation	8,85,787.00	7,74,947.00
Less: Finance Charges	2,75,323.00	3,43,535.00
Profit Before Tax	20,08,826.00	35,92,019.00
Provision for Tax	5,90,373.00	10,88,321.00
Profit After Tax	14,18,453.00	25,03,698.00
Add: Balance brought forward from previous year	3,52,03,137.00	3,26,99,439.00
Profit available for appropriation	3,66,21,590.00	3,52,03,137.00
Balance to be carried forward to the balance sheet	3,66,21,590.00	3,52,03,137.00

2. STATE OF COMPANY'S AFFAIRS

During the year under review, your Company's total revenue stood at Rs. 61,50,767 as at 31st March, 2017 as compared to Rs. 1,12,70,244 as at 31st March, 2016.

Your directors hoping the good business performance in the coming years.

The Company is engaged in the activities of Land for Real Estate Development.

At present the Authorized Share Capital of the Company is Rs. 5,00,00,000/- (Rupees Five Crore only) divided into 50,00,000 Equity Shares of Rs. 10/- each and the Paid-up Share Capital is Rs. 3,80,00,000/- (Rupees Three Crore Eighty Lacs only), divided into 38,00,000 Equity Shares of Rs. 10/- each.

There was no change in the nature of the business of the Company during the year under review.



3. DIVIDEND

Considering the market conditions, company's performance during the year under review, reduced liquidity position in the market as a whole and with a view to conserve the resources for the smooth operations of the company in future, your Directors have not recommended any dividend for the year under review.

4. TRANSFER TO RESERVES

It is not proposed to transfer any amount to reserves out of the profits earned during financial year ended 2016-17.

5. DEPOSITS

During the year under review, your Company did not accept any deposits in terms of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014. As on April 1, 2016, no amounts were outstanding which were classified as 'Deposits' under the applicable provisions of Companies Act, 1956 and hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Companies Act, 2013 is not applicable.

6. SHARE CAPITAL

During the financial year under report, the Company has neither made any issue of equity shares with differential voting rights, sweat equity shares or under employee stock options scheme nor it has made any provision of money for purchase of its own shares by employees or by trustees for the benefit of employees.

7. DETAILS OF SUBSIDIARY / JOINT VENTURE / ASSOCIATE COMPANIES

As on 31st March, 2017, the Company does not have any subsidiary or joint venture and associate company.

As per section 134 of the Companies Act, 2013 read with rule 8 (5)(iv) of The Companies (Accounts) Rules, 2014, M/s Alfa Housing (India) Private Limited has ceased to be an associate company, during the year under review.

8. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

Director retiring by rotation

Pursuant to Section 152 of the Companies Act, 2013 and in accordance with the Article of Association of the Company, Mr. Ramesh Chand Agarwal, Non Executive Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. The Board of Directors recommends his re-appointment.

Independent Director

Pursuant to the provisions of sub-section (7) of Section 149 of the Companies Act, 2013, the Company has received individual declarations from all the Independent Directors confirming that they fulfill the criteria of independence as specified in Section 149(6) of the Companies Act, 2013.



Woman Director

Pursuant to the provisions of Section 149, subsection (7) of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Kusum Singhal holds position of a Non Executive (Independent) Woman Director of the Company.

All of the Directors of the Company have confirmed that they are not disqualified under provisions of Section 164 of the Companies Act, 2013 from being appointed / continue to hold position of Directors of the Company.

Key Managerial Personnel

Pursuant to provisions of Section 203 of the Companies Act, 2013, Mr. Amit Kumar Bose continues to hold the position of Chief Financial Officer of the Company and Miss. Kanchan Agarwal continues to hold the position of Company Secretary cum Compliance Officer of the Company.

Remuneration Policy

The Company follows a policy on remuneration of Directors and Senior Management Employees. The policy has been approved by the Nomination & Remuneration Committee and the Board of Directors. More details on the same have been given in the Corporate Governance Report.

9. BOARD AND COMMITTEE MEETING

Number of Board Meetings

The Board of Directors met 8 times during the financial year ended March 31, 2017 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder, the details of which has been given in the Corporate Governance Report. Directors of the Company actively participated in the meetings and contributed valuable inputs on the matters brought before the Board of Directors from time to time.

Number of Committees Meeting

The Audit Committee met 4 times during the financial year ended March 31, 2017. The Stakeholders Relationship Committee met 4 times during the financial ended March 31, 2017. The nomination and remuneration committee met 1times during the financial year ended March 31, 2017. Members of the Committees discussed the matter placed and contributed valuable inputs on the matters brought before.

Additionally, during the financial year ended March 31, 2017 the Independent Directors held a separate meeting in compliance with the requirements of Schedule IV of the Companies Act, 2013 and Clause 49(II)(B)(6) of the Listing Agreement.

10. COMMITTEES OF THE BOARD

Currently, the Company has three committees viz; Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee which has been established as a part of the better corporate governance practices and is in compliance with the requirements of the relevant provisions of applicable laws and statutes.

The details with respect to the compositions, terms of reference, scope and powers, roles, meetings etc. of the relevant committees are given in detail in the Corporate Governance Report forming part of this Annual Report.



11. CORPORATE SOCIAL RESPONSIBILITY

During the financial year under report, your Company has not met the criteria laid down under the provisions of Section 135(1) of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 and accordingly the provisions including but not limited up to constitution of Corporate Social Responsibility Committee and formulation / implementation of a policy on Corporate Social Responsibility are not applicable to the Company.

12. PERFORMANCE EVALUATION OF THE BOARD

In accordance with the provisions of Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act, 2013, evaluation of performance of Independent Directors by the Non Independent Directors and review of performance of Non Independent Directors and the Board as a whole by the Independent Directors was made during the financial year under report. The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

This may be considered as a statement under provisions of Section 134(3)(p) of the Companies Act, 2013 and Rule 8(4) of the Companies (Accounts) Rules, 2014.

More details on the evaluation mechanism are given in the Corporate Governance Report.

13. VIGIL MECHANISM FOR THE DIRECTORS AND EMPLOYEES

The Company has established a vigil mechanism, through a Whistle Blower Policy, where Directors and employees can voice their genuine concerns or grievances about any unethical or unacceptable business practice. A whistle-blowing mechanism not only helps the Company in detection of fraud, but is also used as a corporate governance tool leading to prevention and deterrence of misconduct.

It provides direct access to the employees of the Company to approach the Compliance Officer or the Chairman of the Audit Committee, where necessary. The Company ensures that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment or victimization.

The Whistle Blower Policy is disclosed on the website of the Company at www.annainfra.com.

14. RISK MANAGEMENT POLICY

The Company has developed and implemented a Risk Management Policy to meet the risks associated with the business of the Company. Business risk evaluation and management is an ongoing process within the Company. The assessment is periodically examined by the Risk Management Audit Committee of the Board.



15. PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS UNDER SECTION 186

The details of loans given, investments made, guarantees given and securities provided under Section 186 of The Companies Act, 2013 are as under:

Name of Borrower	Amount of Loan as on 31.03.2017	Rate of Interest on which loan given	Limit Passed by Board Resolution
Sidhi Vinayak Infraplanner Private Limited	3,10,80,686	12%	4 CR Date of Board Meeting: 13.08.2015
Tulsi Shelters Private Limited	2,23,96,550	12%	4CR Date of Board Meeting: 13.08.2015

16. PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES

All related party transactions that were entered during the financial year under report were in the ordinary course of business of the Company and were on arm's length basis. There were no materially significant related party transactions entered by the Company with its Promoters, Directors, Key Managerial Personnel or other persons, which may have a potential conflict with the interest of the Company.

Since no material related party transactions were entered by the Company and all the transactions entered into by the Company with its related parties were in the ordinary course of business and on an arm's length basis, disclosure in the Form AOC-2 is not required to be given.

17. INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls related to financial statement. During the year, such controls were tested and no reportable material weaknesses were observed by Internal Auditors of the Company for inefficiency or inadequacy of such controls. Some of the controls are outlined below:

- The Company has adopted accounting policies, which are in line with the Accounting Standards and other applicable provisions of the Companies Act, 2013;
- Changes in policies, if any, are approved by the Audit Committee in consultation with the Auditors;
- In preparing the financial statement, judgment and estimates have been made based on sound policies. The basis of such judgments and estimates are approved by the Auditors and the Audit Committee.

18. EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, Extract of the Annual Return for the financial year ended March 31, 2017 made under the provisions of Section 92(3) of the Act is attached as **Annexure I** which forms part of this Report.

19. PARTICULARS OF EMPLOYEES AND REMUNERATION

Your Directors appreciate the significant contribution made by the employees to the operations of your Company during the period.



The information required on particulars of employees as per Section 197(12) of the Companies Act, 2013 and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is given in a separate **Annexure II** to this Directors' Report.

As per the provisions contained in the proviso to Section 136(1) of the Companies Act, 2013, the aforesaid particulars are not being sent as a part of this Annual Report. Any Member interested in obtaining a copy of the same may write to the Company Secretary at the registered office of the Company.

20. AUDITORS

Statutory Auditors

M/s Mehra Sanjay & Co., Chartered Accountants, (Firm's Registration No.006381C), who hold office as Auditors till the conclusion of the forthcoming Annual General Meeting have completed more than ten years as Auditors of the Company.

Provisions of the Companies Act, 2013 requiring the mandatory rotation of Auditors, M/s Vinay Bansal & Associates. Chartered Accountants (Firm's Registration No 015675C) have been appointed as Statutory Auditors for a period of five continuous years from the conclusion of the 25th Annual General Meeting (AGM) till the conclusion of the 30th AGM of the Company. They have confirmed their eligibility to the effect that their reappointment, if made, would be within the prescribed limits under the Act and that they are not disqualified for appointment.

Your Directors place on record their appreciation for the services rendered by M/s Mehra Sanjay & Co. during its long association with the Company.

Secretarial Auditors

As required under provisions of Section 204 of the Companies Act, 2013 and Rules framed thereunder, the Board has re-appointed the existing Secretarial Auditors of the Company, M/s Satyendra Sharma & Associates, Practicing Company Secretaries, for conducting the Secretarial Audit for the FY 2017-18.

Secretarial Audit Report in Form MR-3 issued by the Secretarial Auditor of the Company for the financial year ended on March 31, 2017 is attached to the Directors' Report as **Annexure III**.

Explanations or comments by the Board on qualification / reservation / adverse remark or disclaimer made by the Statutory Auditors in their Audit Report and by the Secretarial Auditor in her Secretarial Audit Report

Both the Statutory Auditors' Report and Secretarial Audit Report are self explanatory and no comment from the Board of Directors of the Company is required as no qualification, reservation or adverse remark or disclaimer is given by any of both of the Auditors of the Company.

Internal Auditors

In accordance with the provisions of Section 138 of the Companies Act, 2013 and Rules framed thereunder, your Company has appointed Mr. Atul Kakkar, Chartered Accountant, Proprietor, as the Internal Auditors of the Company and takes his suggestions and recommendations to improve and strengthen the internal control systems. His scope of work includes review of operational efficiency, effectiveness of systems & processes, compliances and assessing the internal control strengths in all areas.

The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations including those relating to strengthening of the Company's risk management policies and systems.



21. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments, affecting the financial position of the Company which has been occurred between the end of the financial year i.e. March 31, 2017 and the date of signing of the Directors' Report i.e. August 14, 2017.

22. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In order to prevent sexual harassment of women at work place a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

23. LISTING

Presently, the equity share capital of your Company is listed at the Bombay Stock Exchange Limited (Scrip Code: 530799). The Company's equity shares are available for trading in demat form by all the investors on BSE which is having trading terminals in various cities affording to the investors convenient access to trade and deal in the Company's equity shares across the country.

The Company is regular in complying with the requirements of the Listing Agreement / Regulations and has duly paid the requisite Listing Fees to the Bombay Stock Exchange Limited.

24. CODE OF CONDUCT

The Board has laid down a Code of Conduct ("Code") for Board Members, Managerial Personnel and for Senior Management Employees of the Company. This Code has been posted on the Company's website at <http://www.annainfra.com/companies.php>. All the Board Members and Senior Management Personnel have affirmed compliance with this Code. A declaration by the Managing Director to this effect forms part of the Corporate Governance Report.

The Board has also laid down a Code of Conduct for Independent Directors pursuant to Section 149(8) and Schedule IV to the Companies Act, 2013 via terms and conditions for appointment of Independent Directors, which is a guide to professional conduct for Independent Directors and has been uploaded on the website of the Company at following web link: <http://www.annainfra.com/companies.php>.

25. CORPORATE GOVERNANCE

Your Company practices a culture that is built on core values and ethical governance practices and is committed to transparency in all its dealings. A Report on Corporate Governance along with a Certificate from Statutory Auditors of the Company regarding compliance of conditions of Corporate Governance, as stipulated under provisions of Regulation 34(3) and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to this Report.



26. MANAGEMENT AND DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis report has been separately furnished in the Annual Report and forms a part of the Annual Report.

27. PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The disclosures required to be made under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo are not applicable to the Company as the Company being Infrastructure Company, neither involved in any manufacturing processing, nor any of its transactions involves foreign exchange earnings and outgo.

28. DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended March 31, 2017, the Board of Directors hereby confirms that:

1. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. The Directors had selected such accounting policies have been selected and applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on March 31, 2017 and of the profits of the Company for the year ended on that date;
3. The Directors had taken proper and sufficient care was taken 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;
4. The Directors has prepared annual accounts of the Company have been prepared on a going concern basis;
5. The Directors had laid down internal financial controls have been laid down to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
6. The Directors had devised proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.



ACKNOWLEDGEMENTS AND APPRECIATION

Your Directors take this opportunity to express their deep and sincere gratitude to the Clients, Customers and Shareholders of the Company for their trust and patronage, as well as to the various Bankers, Reserve Bank of India, Securities and Exchange Board of India, Bombay Stock Exchange, Government of India and other Regulatory Authorities for their continued co-operation, support and guidance.

By Order of the Board of Directors
For **Anna Infrastructures Limited**

Agra, August 14, 2017

(Ashok Kumar Mittal)

Chairman

DIN: 00320504

Registered Office:

Shop. No. 1 & 3, E-14/6, First Floor,
Shanta Tower, Sanjay Place,
Agra-282002

CIN: L65910UP1993PLC070612

Telephone: + 0562-2527004

Email ID : annainfra@gmail.com

Website : www.annainfra.com



ANNEXURE I

EXTRACT OF ANNUAL RETURN (MGT-9)

As on financial year ended on March 31, 2017

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

1.	Corporate Identification Number (CIN)	L65910UP1993PLC070612
2.	Registration Date	08/02/1993
3.	Name of the Company	ANNA INFRASTRUCTURES LIMITED
4.	Category/Sub-Category of the Company	Company Limited by Shares/Indian Non- Government Company
5.	Address of the Registered office and contact details	<i>Shop. No. 1 &3, E-14/6, Shanta Tower, First Floor, Sanjay Place, Agra-282002 (Uttar Pradesh)</i> Email: annainfra@gmail.com
6.	Whether listed company	Yes
7.	Name, Address and Contact details of Register and Transfer Agent	BEETAL Financial & Computer Services Pvt Ltd. BEETAL HOUSE, 3rd Floor, 99, Madangir, behind LSC, New Delhi - 110062 Ph : 011-29961281-283, Fax : 011-29961284 Email ID :beetalrta@gmail.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

S. No.	Name and Description of main products/ services	NIC Code of the Product/service	% to total turnover of the company
1.	Construction and Real Estate Development	4100	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	-	-	-	-	-



IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year i.e. 01.04.2016				No. of Shares held at the end of the year i.e. 31.03.2017				% Changes during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	1990618	407520	2398138	63.11	2322238	76900	2399138	63.13	+0.025
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Bank/FI	0	0	0	0	0	0	0	0	0
f) Any Other Directors & their relatives, societies, partnership firm, RBI	0	0	0	0	0	0	0	0	0
Sub-total (A) (1)	1990618	407520	2398138	63.11	2322238	76900	2399138	63.13	+0.025
(2) Foreign									
a) NRIs –Individual	0	0	0	0.00	0	0	0	0.00	0.00
b) Other- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Crop.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other Directors & their relatives, societies, partnership firm, RBI	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (2)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	1990618	407520	2398138	63.11	2322238	76900	2399138	63.13	+0.025
B.Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0.00	0.00
d) Sate Govt.(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00



Category of Shareholders	No. of Shares held at the beginning of the year i.e. 01.04.2016				No. of Shares held at the end of the year i.e.31.03.2017				% Changes during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
(i-a) Foreign Portfolio Investor -II	0	0	0	0.00	0	0	0	0	0
Sub-total (B) (1)	0	0	0	0	0	0	0	0	0
2.Non- Institutions									
a) Bodies Corp.	344583	0	344583	9.067	342977	0	342977	9.025	-0.041
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individual	0	0	0	0.00	0	0	0	0.00	0.00
i) Individual shareholders holding nominal share capital uptoRs. 1 lakh	67491	580666	648157	17.056	68098	580661	648759	17.07	+0.014
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	13000	390300	403300	10.61	13000	390300	403300	10.61	0
c) Other (specify)	3402	0	3402	0.0895	3407	0	3407	0.0897	+0.0002
(c-i) Clearing Members	1	0	1	0	0	0	0	0	0
(c-ii) Non-Resident Indians	2419	0	2419	0.06	2419	0	2419	0.06	0
Sub-total (B) (2):-	430896	970966	1401862	36.89	429901	970961	1400862	36.89	0.00
Total Public Shareholding (B)=(B)(1)+ (B)(2)	430896	970966	1401862	36.89	429901	970961	1400862	36.89	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	2421514	1378486	3800000	100	2752139	1047861	3800000	100	0.00

**(ii) Shareholding of Promoters**

Name of Shareholders	No. of Shares held at the beginning of the year i.e. 01.04.2016			No. of Shares held at the end of the year i.e. 31.03.2017			% change in shareholding during the year
	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
Ramesh Chand Agarwal	71,510	1.88	NIL	71,510	1.88	NIL	
Ashok Kumar Mittal	3,29,910	8.68	NIL	3,29,910	8.68	NIL	
Aditi Agarwal	14,800	0.3895	NIL	14,800	0.3895	NIL	
Akrati Gupta	15,500	0.4079	NIL	15,500	0.4079	NIL	
Alka Agarwal	21,628	0.5692	NIL	36,628	0.9639	NIL	+0.3947
Amit Mittal	3,88,200	10.2158	NIL	3,88,200	10.2158	NIL	
Anil Kumar Agarwal	52,600	1.3842	NIL	52,600	1.3842	NIL	
Anju Mittal	73,100	1.9237	NIL	73,100	1.9237	NIL	
Ashok Kumar Mittal (HUF)	76,000	2	NIL	76,000	2	NIL	
Beena Agarwal	24,800	0.6526	NIL	24,800	0.6526	NIL	
Dinesh Chand Agarwal	1,500	0.0395	NIL	-	-	-	-0.0395
Harbilas Mittal (HUF)	47,300	1.2447	NIL	47,300	1.2447	NIL	
Krishna Devi	47,400	1.2474	NIL	47,400	1.2474	NIL	
Manish Kumar Garg	69,600	1.8316	NIL	69,600	1.8316	NIL	
Monika Mittal	10,000	0.2632	NIL	10,000	0.2632	NIL	
Natasha Agarwal	10,000	0.2632	NIL	10,000	0.2632	NIL	
Neha Sumit Agarwal	10,000	0.2632	NIL	10,000	0.2632	NIL	
Netika Mittal	30,600	0.8053	NIL	30,600	0.8053	NIL	
Nimisha Mittal	10,000	0.2632	NIL	10,000	0.2632	NIL	
Radhika Mittal	10,000	0.2632	NIL	10,000	0.2632	NIL	
Raj Agarwal	12,500	0.3289	NIL	-	-	-	-0.3289
Rajeev Mittal	55,580	1.4626	NIL	55,580	1.4626	NIL	
Rakesh Mittal (HUF)	84,900	2.2342	NIL	84,900	2.2342	NIL	
Rakesh Mittal	5,10,500	13.4342	NIL	5,10,500	13.4342	NIL	
Rini Mittal	15,800	0.4158	NIL	15,800	0.4158	NIL	
Seema Mittal (HUF)	73,310	1.9292	NIL	73,310	1.9292	NIL	
Seema Mittal	1,78,800	4.7053	NIL	1,78,800	4.7053	NIL	
Shashi Mittal	1,52,300	4.0079	NIL	1,52,300	4.0079	NIL	
TOTAL	23,98,138	63.1089	NIL	23,99,138	63.1352	NIL	+0.0263



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

S.No	Name	Shareholding at the beginning of the year i.e. 01.04.2016		Cumulative Shareholding during the year i.e. 31.03.2017	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Alka Agarwal				
	At the beginning of the year	21,628	0.5692	21,628	0.5692
	Purchase from Open Market as on 28.06.2016			+1000	0.0263
	Transfer of Shares on 13.08.2016 from Dinesh Chand Agarwal			+12500	0.3289
	Transfer of Shares on 13.08.2016 from Raj Agarwal			+1500	0.0395
	At the end of the year			36,628	0.96
2.	Dinesh Chand Agarwal				
	At the beginning of the year	1,500	0.0395	1,500	0.0395
	Transfer of shares to Alka Agarwal on 13.08.2016			-1500	-0.0395
	At the end of the year			NIL	NIL
3.	Raj Agarwal				
	At the beginning of the year	12,500	0.0395	12,500	0.0395
	*Transfer of Shares to Alka Agarwal on 13.08.2016			-12,500	-0.0395
	At the end of the year			NIL	NIL

(iv) Shareholding Pattern of top ten shareholders as on March 31, 2017 (other than Directors, Promoters and holders of GDRs and ADRs)

Sl.	Name	Shareholding at the beginning of the year i.e. 01.04.2016		Shareholding at the end of the year i.e. 31.03.2017		Net changes during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
1.	Dream Home Constructions Pvt. Ltd.	1,65,000	4.342	1,65,000	4.342	-	-
2.	Mittal Housings LLP	1,63,210	4.295	1,63,210	4.295	-	-
3.	Neelam Gupta	98,500	2.592	98,500	2.592	-	-
4.	Jullie Agarwal	40,000	1.053	40,000	1.053	-	-
5.	Renu Agarwal	30,000	0.789	30,000	0.789	-	-
6.	Har Narain Khemka	21,000	0.553	21,000	0.553	-	-
7.	Ruby Agarwal	18,300	0.482	18,300	0.482	-	-
8.	Suman Agarwal	17,000	0.447	17,000	0.447	-	-
9.	Chittar Mal Singhal	16,600	0.437	16,600	0.437	-	-
10.	Ram Niwas Agarwal	16,500	0.434	16,500	0.434	-	-



(v) *Shareholding of Directors and Key Managerial Personnel*

Sl.	Name	Shareholding at the beginning of the year i.e. 01.04.2016		Change During the Year		Shareholding at the end of the year i.e. 31.03.2017	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
1.	Ashok Kumar Mittal	3,29,910	8.68	No Change		3,29,910	8.68
2.	Rakesh Kumar Mittal	5,10,500	13.43	No Change		5,10,500	13.43
3.	Anil Kumar Agarwal	52,600	1.38	No Change		52,600	1.38
4.	Ramesh Chand Agarwal	71,510	1.88	No Change		71,510	1.88
5.	Shambhu Dayal Agarwal	Nil	Nil	Nil	Nil	Nil	Nil
6.	Kusum Singhal	Nil	Nil	Nil	Nil	Nil	Nil
7.	Rhythm Garg	Nil	Nil	Nil	Nil	Nil	Nil
8.	Kanchan Agarwal	Nil	Nil	Nil	Nil	Nil	Nil
9.	Amit Kumar Bose	Nil	Nil	Nil	Nil	Nil	Nil

INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (In Rs.)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i)Principal Amount	28,61,169	0.00	0.00	28,61,169
ii)Interest due but not paid	0.00	0.00	0.00	0.00
iii)Interest accrued but not due	0.00	0.00	0.00	0.00
Total(i+ii+iii)	28,61,169	0.00	0.00	28,61,169
Change in Indebtedness during the financial year				
· Addition	0.00	0.00	0.00	0.00
· Reduction	8,27,633	0.00	0.00	8,27,633
Net Change	8,27,633	0.00	0.00	8,27,633
Indebtedness at the end of the financial year				
i)Principal Amount	20,33,536	0.00	0.00	20,33,536
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total(i+ii+iii)	20,33,536	0.00	0.00	20,33,536



VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole Time Directors and/or Manager

S.No	Particulars of Remuneration	Total Amount (in Rs)
Anil Kumar Agarwal (Whole Time Director)		
1.	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,40,000
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-
2.	Stock Option (as on March 31, 2017)	-
3.	Sweat Equity	-
4.	Commission	-
	- as % of profit	-
	- others, specify	-
5.	Others, please specify	-
	Total(A)	2,40,000
	Ceiling as per the Act (being 5% of the Net Profits of the Company calculated as per Section 198 of the Company Act, 2013). Exemption under schedule is applicable.	70,922.65

B. Remuneration to other Directors

Particulars of Remuneration	Name of Directors			Total Amount (In Rs)
	Rhythm Garg	Shambhu Dayal Agarwal	Kusum Singhal	
1. Independent Directors				
Fee for attending board/committee Meetings	7000	5500	4000	16,500
Commission	Nil	Nil	Nil	Nil
Others, please specify	Nil	Nil	Nil	Nil
Total (1)	7000	5500	4000	16500
2. Other Non- Executive Directors	Ashok Kumar Mittal	Rakesh Kumar Mittal	Ramesh Chand Agarwal	-
Fee for attending board/committee Meetings	6000	5000	3000	14000
Commission	Nil	Nil	Nil	Nil
Others, please specify	Nil	Nil	Nil	Nil
Total (2)	6000	5000	3000	14000
Total B2= (1+2)				30,500
Total Managerial Remuneration (A+B)				2,70,500
Over All Ceiling as per the Act being 1% of the Net Profits of the Company calculated as per Section 198 of the Company Act, 2013). Exemption under schedule is applicable.				



C. Remuneration to Key Managerial Personnel other than MD/Manager/WD

S. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount (Rs)
		*CEO	Company Secretary Kanchan Agarwal	CFO Amit Kumar Bose	
1.	Gross Salary				
	(a) Salary as per provisions Contained in Section 17(1) of the Income-Tax Act, 1961	-	3,00,000	1,92,000	4,92,000
	(b) Value of perquisites u/s 17(2) Income-Tax Act, 1961	-	-	-	
	(c) Profits in lieu of Salary under Section 17(3) Income-Tax Act,1961	-	-	-	
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission				
	- as% of profit	-	-	-	-
	- Others specify....	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	0	3,00,000	1,92,000	4,92,000

*WTD remuneration given in VI A above. WTD is the CEO also – remuneration given in VI A above.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

There were no penalties, punishment or compounding of offence during the year ended 31st March, 2017

By Order of the Board of Directors
For Anna Infrastructures Limited

Agra, August 14, 2017

(Ashok Kumar Mittal)
Chairman
DIN: 00320504



ANNEXURE III

SECRETARIAL AUDIT REPORT

(Form No. MR-3)

For The Financial Year Ended 31st March, 2017

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

To,
The Members,
Anna Infrastructures Limited
(CIN - L65910UP1993PLC070612)
Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower,
Sanjay Place, Agra

Dear Sir,

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

Based on my verification of the Company books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2017 ('audit 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 Company for the financial year ended on 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations: - **not applicable to the company during the audit period.**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and amendments thereof;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **not applicable to the company during the audit period.**
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **not applicable to the company during the audit period.**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **not applicable to the company during the audit period.**



- (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;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **not applicable to the company during the audit period.**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **not applicable to the company during the audit period.**

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 Bombay Stock Exchange.
- (iii) SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

I, further Report that

- (a) Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion these secretarial records based on our audit.
- (b) I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for opinion.
- (c) I have not verified the correctness and appropriateness of the financial statements of the Company.
- (d) Where ever required, I have obtained the Management representation about the compliances of laws, rules and regulations and happening of events etc.
- (e) The compliance of the provisions of the Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management.
Our examination was limited to the verification of procedures on test basis.
- (f) 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.

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.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For Satyendra Sharma & Associates.
Company Secretaries

Satyendra Sharma

Prop.

C.P. No. 4843

Place: Agra
Date: 28th July, 2017



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Opportunities and challenges

Opportunities

As India awaits policy reforms to pick up speed, your Company firmly believes that the demand for Real Estate in a country like India should remain strong in the medium to long term. Your Company's well accepted brand, contemporary architecture, well designed projects in strategic locations, strong balance sheet and stable financial performance even in testing times make it a preferred choice for customers and shareholders. Your company is ideally placed to further strengthen its development potential by acquiring new land parcels.

Challenges

While the management of your Company is confident of creating and exploiting the opportunities, it also finds the following challenges:

- Unanticipated delays in project approvals
- Availability of accomplished and trained labor force
- Increased cost of manpower
- Rising cost of construction
- Growth in auxiliary infrastructure facilities
- Over-regulated environment



Company strengths

Your Company continues to capitalize on the market opportunities by leveraging its key strengths. These include:

- 1. Brand Reputation:** Enjoys higher recall and influences the buying decision of the customer. Strong customer connects further results in higher premium realizations.
- 2. Execution:** Possesses a successful track record of quality execution of projects with contemporary architecture.
- 3. Strong cash flows:** Has built a business model that ensures continuous cash flows from their investment and development properties ensuring a steady cash flow even during the adverse business cycles.
- 4. Significant leveraging opportunity:** Follows conservative debt practice coupled with enough cash balance which provides a significant leveraging opportunity for further expansions.
- 5. Outsourcing:** Operates an outsourcing model of appointing globally renowned architects/contractors that allows scalability and emphasizes contemporary design and quality construction – a key factor of success.
- 6. Transparency:** Follows a strong culture of corporate governance and ensures transparency and a high level of business ethics.
- 7. Highly qualified execution team:** Employs experienced, capable and highly qualified design and project management teams who oversee and execute all aspects of project development.

Marketing

The Company is setting up a good marketing team to enter to increased turnover.

SWOT

Our strength is our determination and team work, weakness is the low equity base, opportunities are multiples and threats are the vibrations in the economy and government policies.

The financial highlights are as under: -

(In Lacs)

Sales for the year 2016-2017	61.50
Provision for taxation	5.90
Profit after tax	14.18
Paid up equity share capital as on 31st March,2017	380.00

Financing costs

The acquisition of land and development rights needs substantial capital outflow. Inadequate funding resources and high interest costs may impact regular business and operations. Your Company has always tried to build sufficient reserves resulting out of operating cash flows to take advantage of any land acquisition or development opportunity.



Risks and Concerns

In any business, risks and prospects are inseparable. As a responsible management, the Company's principal endeavor is to maximize returns. The Company continues to take all steps necessary to minimize its expenses through detailed studies and interaction with experts.

Cautionary Statement

Statement in this Management's Discussion and Analysis detailing the Company's objectives, projections, estimates, expectations or predictions are "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand-supply conditions, finished goods prices, feedstock availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries within which the Company conducts business and other factors such as litigation and labour negotiations.



CORPORATE GOVERNANCE

Your Company firmly believes that maintaining the highest standards of Corporate Governance is the implicit rule that determines a management's ability to make sound decisions and to perform efficiently and ethically in the best interest of its shareholders and other stakeholders to create value for all.

The philosophy of Corporate Governance is a principle based approach as codified in Regulation 4(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), encompassing the fundamentals of rights and roles of various stakeholders of the Company, timely information, equitable treatment, role of stakeholders, disclosure and transparency and board responsibility.

Your Company is in compliance with the requirements on Corporate Governance as they stood during the relevant period of FY2016-17.

A report on the compliances of Corporate Governance requirements under the Listing Regulations and the practices / procedures followed by your Company for the year ended March 31, 2017 is detailed below:

1. Composition/Category of Directors/Attendance at Meetings/Directorships and Committee Memberships in other companies as on March 31, 2017

Your Company has the combination of Executive and Non-Executive Directors in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The present strength of the Board of Directors is a mix of six Non-Executive Directors including a woman director, and one Executive Director. Of the six Non-Executive Directors, three Directors are Independent Directors. The Chairman of the Board is a Non- Executive Director

As per the declarations received by the Company from each of the Directors, none of them are disqualified under Section 164(2) of the Companies Act, 2013.

The Independent Directors of the Company are in compliance with the provisions of Regulation 16(1)(b) of the Listing Regulations. Further, disclosures have been made by the Directors regarding their Chairmanships/ Memberships of the mandatory Committees of the Board and that the same



are within the maximum permissible limit as stipulated under Regulation 26(1) of the Listing Regulations.

The composition of Board of Directors as on March 31, 2017 and other relevant details are as under:

Name	Category	Attendance			Directorships(A)/Mandatory committee(B) Memberships		
		No. of Board Meetings held during the year(1)	No. of Board Meetings Attended	Last AGM Attendance	Directorship in public companies(C) (D)	Membership of mandatory committees(C)#@	Chairmanships of mandatory committees(C)
Mr. Ashok Kumar Mittal (Chairman)	Non-Executive Director (Promoter)	8	8	Yes	1	1	-
Mr. Anil Kumar Agarwal (Whole Time Director)	Executive Director	8	7	Yes	1	1	-
Mr. Rakesh Kumar Mittal	Non Executive Director	8	6	Yes	1	2	-
Mr. Shambhu Dayal Agarwal	Non –Executive, Independent Director	8	5	Yes	1	2	1
Mr. Ramesh Chand Agarwal	Non –Executive, Independent Director (Promoter)	8	6	Yes	1	0	-
Mr. Rhythm Garg	Non –Executive, Independent Director	8	5	Yes	1	2	2
Mrs. Kusum Singhal	Non –Executive, Independent Director	8	6	Yes	1	1	-

- (1) Excluding the separate meeting of independent directors, in which non independent directors were not eligible to participate.
- (A) None of the Directors holds directorship in more than 10 Public Limited Companies.
- (B) No Director holds membership of more than 10 committees of Board nor is any Director is the Chairman of more than 5 Committees of Board.
- (C) Including Anna Infrastructures Limited.
- (D) Private company which is a subsidiary of public company is considered as a public company.
- # excluding private limited Company, foreign Company and Section 8 Company.
- @ Includes Audit Committee, Nomination and Remuneration Committee & Shareholders/ Investors Grievance Committee.



Also, a separate meeting of Independent Directors was held on February 28, 2017, which was attended by the following Independent Directors:

1. Mr. Shambhu Dayal Agarwal
2. Mr. Rhythm Garg
3. Mrs. Kusum Singhal

Except for Mr. Anil Kumar Agarwal, Mr. Ramesh Chand Agarwal, Mr. Ashok Kumar Mittal and Mr. Rakesh Kumar Mittal, no other Directors are related to each other in terms of the definition of 'relative' given under Companies Act, 2013. Mr. Anil Kumar Agarwal and Mr. Ramesh Chand Agarwal are brothers and Mr. Ashok Kumar Mittal and Mr. Rakesh Kumar Mittal are brothers.

None of the Independent Directors has any pecuniary relationship, transaction or association with the Company, save and except professional services rendered by certain firms in which Independent Directors are partners, on an arm's length basis.

2. No. of Board Meetings and dates of Board Meetings

The Board oversees the entire functioning of the Company and is involved in strategic decision making on a collective basis.

The Company Secretary under the direction of the Chairman and in consultation with Chief Financial Officer prepares the agenda for the meetings along with the notes thereto and circulates it to the Directors, along with the notice of the meeting.

Eight Board Meetings were held during the Financial Year 2016-17:

- 30.05.2016
- 10.06.2016
- 25.06.2016
- 13.08.2016
- 29.09.2016
- 12.11.2016
- 27.01.2017
- 28.03.2017

The separate meeting of Independent Directors was held on 28th February, 2017.

3. Annual General Meeting

The Annual General Meeting for the year ended 31st March, 2016 was held on 29th September, 2016. All the Directors had attended the meeting.

4. Shareholding of Directors in the Company as on March 31, 2017

Name	Number of Equity Shares	% of total paid up share capital
Mr. Ashok Kumar Mittal	3,29,910	8.68
Mr. Rakesh Kumar Mittal	5,10,500	13.43
Mr. Anil Kumar Agarwal	52,600	1.38
Mr. Ramesh Chand Agarwal	71,510	1.88

The Company has not issued any convertible securities.



5. Familiarization Programme for Independent Directors

The Independent Directors are familiarized, inter alia, with the Company, their rights, roles and responsibilities, the nature of the industry, the business model of the Company. The details of the same can be viewed at www.annainfra.com

6. Audit Committee

The composition of the Audit Committee as on March 31, 2017 is as under:

NAME	CATEGORY	DESIGNATION
Mr. Rhythm Garg	Chairman	Independent Director
Mr. Rakesh Kumar Mittal	Member	Non Executive Director
Mr. Shambhu Dayal Agarwal	Member	Independent Director

The Chief Financial Officer, Internal Auditor and the Statutory Auditors are invitees to the relevant meetings of the Audit Committee in respect of businesses related to them. The Company Secretary acts as Secretary to the Audit Committee.

Meetings and attendance

During the financial year 2016-17, the Committee met four times i.e. on 30th May, 2016, 13th August, 2016, 12th November, 2016 and 27th January, 2017. The gap between any two meetings did not exceed 120 days.

The attendance of members of Audit Committee at the committee meetings during the year ended March 31, 2016 is as under:

NAME OF MEMBER	Number of Meeting	
	Held	Attended
Mr. Rhythm Garg	4	4
Mr. Rakesh Kumar Mittal	4	3
Mr. Shambhu Dayal Agarwal	4	4

The Chairman of the Committee was present at the Annual General Meeting held on 29th September, 2016.

The terms of reference and powers of the Audit Committee are in accordance with the requirements of Regulation 18 read with Part C of Schedule II of the Listing Regulations and Section 177 of the Companies Act, 2013 and includes overseeing the Company's financial reporting process, reviewing the quarterly / half yearly / annual financial statements/ results and, reviewing with the management the adequacy of the internal audit function, recommending the appointment/ reappointment of statutory auditor, cost auditor and internal auditor and recommending/ fixation of audit fees, reviewing the significant internal audit findings, related party transactions, reviewing the Management Discussions and Analysis of financial condition and results of operations, scrutiny of interoperate loans and investments.



7. Nomination and Remuneration Committee

The composition of the Nomination and Remuneration Committee as on March 31, 2017 is as under:

NAME	CATEGORY	DESIGNATION
Mr. Shambhu Dayal Agarwal	Chairman	Independent Director
Mrs. Kusum Singhal	Member	Independent Director
Mr. Rakesh Kumar Mittal	Member	Non Executive Director

Meetings and attendance

During the financial year 2016-17, the Nomination and Remuneration Committee met one time i.e. on 12th November, 2016 where all the members were present.

The attendance of members of Nomination and Remuneration Committee at the committee meetings during the year ended March 31, 2017 is as under:

NAME OF MEMBER	Number of Meeting	
	Held	Attended
Mr. Shmabhu Dayal Agarwal	1	1
Mrs. Kusum Singhal	1	1
Mr. Rakesh Kumar Mittal	1	1

The Chairman of the Committee was present at the Annual General Meeting held on 29th September, 2016.

The terms of reference and power of the Nomination, Remuneration, Compensation and Management Development Committee is in accordance with the requirements of Regulation 19 read with Part D of Schedule II of Listing Regulations, Section 178 the Companies Act, 2013.

The role of the Committee, inter alia, is to approve/recommend the remuneration/ packages of the Executive and Non-Executive Directors and of Senior Management Personnel and to lay down the criteria for performance evaluation of Board of Directors as a whole, individual directors and the committees of the Board. Under the said performance evaluation framework, the Committee has identified the criteria upon which every Director shall be evaluated. The Policy also provides the manner in which the Directors, as a collective unit in the form of Board Committees and the Board function and perform.

Performance evaluation criteria for Independent Directors

The performance evaluation of the Independent Directors of the Company is made on the basis of their presence in the Board and Committee meetings, their approach of implementation of activities of Independent Directors' Familiarization Programmes, their suggestions and advices for the betterment of business of the Company, taking active part in the formulation of future plans of the Company and performing the duties as entrusted by the provisions of the law and from the Board of Directors, from time to time etc.



8. Remuneration of the Directors

Pecuniary relationship or transactions of the Non Executive Directors *vis-à-vis* Company

During the financial year under report, the Company has compensated the Non Executive Independent Directors by way of paying those sitting fees for attending the Board and Committee Meetings. Apart from above, no transaction for payment of any sum has been made with Non Executive Directors *vis-à-vis* your Company.

Criteria for making payments to the Non Executive Directors

The criteria of making payments to the Non Executive Directors is enumerated in the Nomination and Remuneration Policy adopted by the Board and uploaded on the website of the Company at the web link given below www.annainfra.com

Directors' Remuneration

The details of the remuneration/ compensation of the Executive and Non-Executive Directors for the year ended March 31, 2017 is as follows:

(In Rs)

Name	Salary	Allowance	Sitting Fees	Commission
Executive Director				
Mr. Anil Kumar Agarwal	2,40,000	-	-	-
Non Executive Director				
Mr. Ramesh Chand Agarwal	-	-	3000	-
Mr. Shambhu Dayal Agarwal	-	-	5500	-
Mr. Rhythm Garg	-	-	7000	-
Mrs. Kusum Singhal	-	-	4000	-
Mr. Rakesh Kumar Mittal	-	-	5000	-
Mr. Ashok Kumar Mittal	-	-	6000	-

- The Company does not have a scheme for stock options either for the Directors or the employees.
- The aforesaid sitting fees are within the limits prescribed under the Companies Act, 2013.

9. Stakeholders' Relationship Committee

The composition of this Stakeholders' Relationship Committee as on March 31, 2017 is as under:

NAME	CATEGORY	DESIGNATION
Mr. Rhythm Garg	Chairman	Independent Director
Mr. Ashok Kumar Mittal	Member	Non Executive Director
Mr. Anil Kumar Agarwal	Member	Whole Time Director

The Company Secretary is the Compliance Officer under the Listing Regulations.

Meetings and attendance

During the financial year 2016-17, the Stakeholder's Relationship Committee met four times i.e. on 30th May, 2016; 13th August, 2016; 12th November, 2016; 27th January, 2017.



The attendance of members of Stakeholder's Relationship Committee at the committee meetings during the year ended March 31, 2017 is as under:

NAME OF MEMBER	Number of Meeting	
	Held	Attended
Mr. Rhythm Garg	4	4
Mr. Ashok Kumar Mittal	4	4
Mr. Anil Kumar Agarwal	4	3

The Committee has been constituted to specifically look into the matter of the redressal of stakeholders', security holders' and investors' complaints and grievances, including but not limited, those relating to transfer/transmission of shares, non-receipt of dividends, non-receipt of Annual Report and any other grievance that a shareholder or investor may have against the Company.

Investor complaints

The details of shareholders' complaints received and disposed of during the year under review are as under:

Nature of Investor Complaints	
-pending at the beginning of the financial Year	NIL
-received during the financial year	NIL
-disposed off during the financial year	NIL
- pending at the end of the financial year	NIL

10. General Body Meetings

Dates, time and place of the last three Annual General Meetings (AGM) of the Company

AGM	Date of AGM	Time	Venue
24 th AGM for the FY 2015-16	29 th September, 2016	3:00 PM	Hotel Nuova, Block S-23, Sanjay Place, Agra-282005Uttar Pradesh
23 rd AGM for the FY 2014-15	25 th September, 2015	12:00 PM	Hotel Nuova, Block S-23, Sanjay Place, Agra-282005Uttar Pradesh
22 nd AGM for the FY 2013-14	27 th September, 2014	11:00 AM	Basement of Maharaja Banquets, Vikas Marg, Opp. V3S Mall (Near Radhu Cinema), Delhi-110092

Special Resolution(s) and Postal Ballot passed in the previous three Annual General Meetings

AGM	Particulars of Special Resolutions Passed
24 th AGM for the FY 2015-16	NIL
23 rd AGM for the FY 2014-15	At the Annual General Meeting: None Via Postal Ballot and deemed to be passed at the Annual General Meeting: • To Make Loans or Investments and to give guarantee or provide Security • Increase in borrowing Power of the Company.
22 nd AGM for the FY 2013-14	At the Annual General Meeting: None Via Postal Ballot and deemed to be passed at the Annual General Meeting: • Shifting of Registered Office from State of Delhi to State of Uttar Pradesh.



Special Resolution(s) passed last year through Postal Ballot, Details of Voting Pattern given as under: None
Further, none of the resolutions has been proposed to be conducted through postal ballot in the ensuing Annual General Meeting.

11. MEANS OF COMMUNICATION

The Annual, Half Yearly and Quarterly financial results of the Company and other Notices are submitted to the Bombay Stock Exchange in accordance with the provisions of the Listing Regulations and the same are generally being published in the Financial Express & Pioneer – English Language and Hindustan – Hindi Vernacular Language newspapers. The results and other notices are simultaneously posted on the Company website also i.e. www.annainfra.com. The official news releases, as & when given, are displayed at the website of the Company.

12. GENERAL SHAREHOLDER INFORMATION

Annual General Meeting Information

Day and Date	Tuesday, 26 th September, 2017
Time	3:00 PM
Venue	Hotel Nuova, Block S-23, Sanjay Place, Agra-282005
Book Closure	Wednesday, 20 th September, 2017 to Thursday, 26 th September, 2017 (both day inclusive)
Dividend and Payment date	Not Applicable

Financial year of the Company: 1st April to 31st March each year

Stock Exchange Information

- The Company's shares are listed on BSE Limited (Bombay Stock Exchange), having nation-wide trading terminals under Stock Code 530799
- ISIN Number INE336D01014
- The Listing Fee for the financial year 2017-18 has been paid to Stock Exchange.
- The custodian fees is payable to each of the depositories based on the number of folios as on March 31, 2017 and paid on receipt of invoices.

Market Price Data of the Equity Shares of the Company

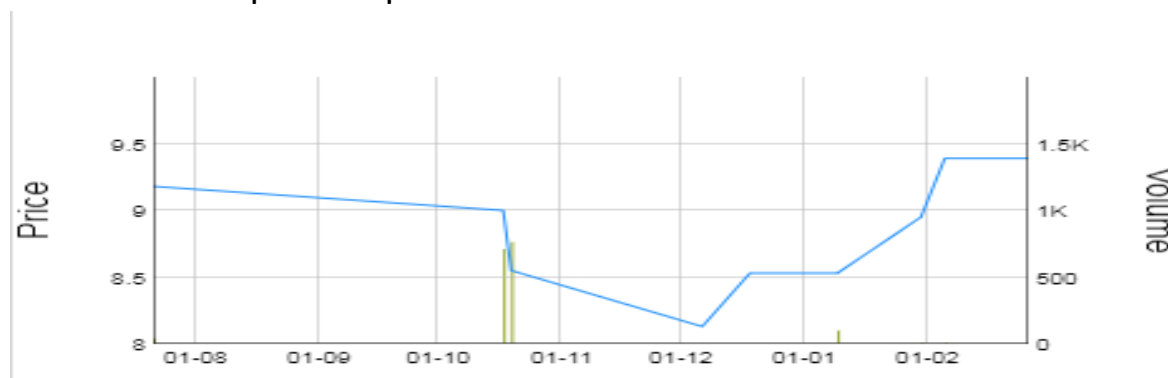
The market price data and the volume of your Company's shares traded on BSE during the year ended March 31, 2017 are as follows:

Month	Total No. of share dealt during the month	BSE	
		High	Low
April-2016	-	-	-
May-2016	-	-	-
June-2016	-	-	-
July-2016	40	9.18	9.18
August-2016	-	-	-
September-2016	-	-	-
October-2016	1472	9.02	8.55



November-2016	-	-	-
December-2016	3	8.53	8.13
January-2017	111	8.95	8.53
February-2017	12	9.39	9.39
March-2017	-	-	-

Performance of share price in comparison with the BSE indices



No Suspension of Trading

During the financial year under report and during any of the previous financial years, the securities of the Company were never suspended from trading on any of the Stock Exchange(s).

Share Transfer Information

Registrar and Share Transfer Agent:
BEETAL Financial & Computer Services Pvt Ltd.
BEETAL HOUSE, 3rd Floor,
99, Madangir, behind LSC, New Delhi – 110062

Telephone Numbers:
+91 11-29961281/282/283

Fax Number:
011-29961284

Email:
beetalrta@gmail.com

Website:
<http://www.beetalfinancial.com/>

Share Transfer System

The Company's shares are currently traded in dematerialized form; transfers are processed and approved in the electronic form by NSDL/CDSL through their Depository Participants.

Share transfer work of physical segment is attended by the Company's Registrar & Share Transfer Agent M/s. BEETAL Financial & Computer Services Pvt Ltd. The shares lodged for transfer are processed and share certificates duly endorsed are returned within the stipulated time, subject to documents being valid and complete in all respects.

A summary of approved transfers, transmissions, deletion requests, etc., are placed before the Board of Directors from time to time as per the Listing Regulations. Your Company obtains a half yearly compliance certificate from a Company Secretary in Practice as required under Listing Regulations (including any statutory



modification(s) or re-enactment(s) for the time being in force) and files a copy of the said certificate with the Bombay Stock Exchange.

Shareholding Pattern as on 31st March, 2017

Category	Number of shareholders	Number of Shares held	Percentage of Shareholding
<i>Promoter and Promoter Group</i>	26	23,99,138	63.13
Public Share holding			
<i>Bodies Corporate</i>	16	3,42,977	9.025
<i>Individual</i>	843	10,52,059	27.685
<i>NRI/HUF/Clearing Member</i>	10	5,826	0.153
Total	895	38,00,000	100

Distribution of Shareholding as on 31st March, 2017

Number of Shares	Number of Shareholders	Percentage	Number of Shares	Percentage
Up to 5000	643	71.84	119491	3.1445
5001 to 10000	49	5.47	39965	1.0517
10001 to 20000	58	6.48	85753	2.2567
20001 to 30000	39	4.35	103949	2.7355
30001 to 40000	13	1.45	49574	1.3046
40001 to 50000	23	2.56	105500	2.7763
50001 to 100000	28	3.12	215120	5.6611
100000 to Above	42	4.69	3080648	81.0697
Total	895	100.00	38,00,000	100.00

Dematerialization of Shares

The Equity shares of the Company are under compulsory dematerialization (“Demat”) category and can be traded only in electronic form. The Company has dematerialized 27,52,139 shares (72.42 % of the paid up share capital) as at March 31, 2017.

The details of shares held in dematerialized and physical form as on 31st March, 2017 are as follows:

Particulars of Equity Shares	Equity Shares of Rs. 10 each	
	Number	Percentage
Dematerialized form		
NSDL	21,51,620	56.622
CDSL	600519	15.803
Sub-total	2752139	72.425
Physical Form	1047861	27.575
Total	38,00,000	100

Outstanding GDRs / ADRs / Warrant(s) / Convertible Instrument(s)

The Company has not issued any of the securities stated above.



Commodity Price Risk / Foreign Exchange Risk and Hedging Activities

The nature of business of the Company doesn't involve any Commodity Price Risk / Foreign Exchange Risk and doesn't require any hedging activities.

Plant Location (as at March 31, 2017)

- a. Anna Ikon : Sikandara Bodla Road, Agra
- b. Ikon City: Village Mangtai, Agra
- c. Ikon Greens: TajNagari, Agra
- d. Ikon Vatika: Nainavajat, Agra
- e. KalKheria: KalalKheria, Agra
- f. Shivalik Residency: Lawyers Colony, Agra

Address for Correspondence

For query relating to financial statements / investor relations, please contact:

[Anna Infrastructures Limited](#)

Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower, Sanjay Place, Agra-282002, Uttar Pradesh (India)

Email Id: annainfra@gmail.com

Phone No. 0562-2527004

13. Other Disclosures

A. Disclosures on materially significant related party transactions i.e., transactions of the company of material nature, with its promoter, the directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of company at large:

All transactions with related parties were in the ordinary course of business and at arm's length. The company has not entered into any transaction of a material nature with any of the related parties which are in conflict with the interest of the company.

B. Details of non-compliance by the company, penalties, structures imposed on the company by Stock Exchange, SEBI or any statutory authority, on any matter related to capital markets, during the last three years. None

C. Details of establishment of Vigil Mechanism

Pursuant to the provisions of Section 177(9) of the Companies Act, 2013, Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has duly established a Vigil Mechanism / Whistle Blower Policy for Directors and Employees of the Company. Mr. Anil Kumar Agarwal, Whole Time Director of the Company does hereby affirm that no personnel are being denied access to the Audit Committee to report genuine concerns.

D. Compliance of mandatory requirements and adoption of non-mandatory requirements.

The Company has complied with all mandatory requirements of the Listing Regulations to the extent applicable. Further, the Company has complied with the non mandatory requirements relating to being in



the regime of financial statements with unmodified opinion and reporting by the Internal Auditor directly to the audit committee.

E. Subsidiary

The Company doesn't have any subsidiary and thus it has not adopted any policy for determination of material subsidiaries.

F. Web link of the Policy on dealing with related party transactions is as follows: www.annainfra.com

G. The nature of business of the Company doesn't involve any Commodity Price Risk / Foreign Exchange Risk and doesn't require any hedging activities.

14. Non Compliance and Reason(s) thereof

The Company has complied with all the provisions of Corporate Governance related to the matters enumerated in the point II to X above to the extent applicable.

15. Adoption of Discretionary Requirements

Compliance of Discretionary Requirements as on March 31, 2016

- A. **The Board:** During the year under review, no expenses were incurred in connection with the office of the Chairman.
- B. **Shareholder Rights:** Though the half yearly results are not sent to the Shareholders individually, all the results are promptly uploaded on the Company's website www.annainfra.com
- C. **Modified Opinion(s) in Audit Report:** Nil
- D. **Separate Posts of Chairman & CEO:** The Chairman and Whole Time Director are two separate individuals.
- E. **Reporting of Internal Auditor:** The Company has an Internal Auditor who submits reports to the Audit Committee, regularly.

16. Disclosure of Compliance with Corporate Governance Requirements under Regulations 17 to 27 and Regulation 46(2)(B) to (I)

All complied with except Regulation 21 and Regulation 24 which are not applicable to the Company.

17. Code of conduct

The board has laid down a code of conduct covering the ethical requirements to be complied with covering all the board members and senior management personnel and all employees of the company. (Annexure-A)

A declaration by the Whole Time Director stating that all the Board Members and senior management personnel have affirmed their compliance with the Code of Conduct for the financial year ended March 31, 2017, is annexed to the Corporate Governance Report.



18. Whole Time Director and CFO Certification

The Whole Time Director and CFO have given a certificate to the board as required under provisions of Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the financial year ended on March 31, 2017 and is separately annexed.(Annexure-B)

19. Disclosure with respect to demat suspense account / unclaimed suspense account –not applicable.

20. Proceeds from public issues, rights issues, preferential issues, etc -Not Applicable.

21. The company has adopted a policy on dissemination of information on the material events to stock exchange in accordance with the regulation 30 of the SEBI (LODR) Regulations, 2015. The said policy is available on the website of the company at www.annainfra.com.

22. The company has adopted the policy on preservation of documents in accordance with the regulation 9 of the SEBI (LODR) Regulations, 2015. The documents preservation policy is available on the website of the company at: www.annainfra.com

By Order of the Board of Directors
For **Anna Infrastructures Limited**

Agra, August 14, 2017

(Ashok Kumar Mittal)
Chairman
DIN: 00320504



Annexure-A

Declaration by Whole Time Director on Code of Conduct

{As required under Schedule V (D) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015}

I, Anil Kumar Agarwal, Whole Time Director of Anna Infrastructures Limited (“the Company”) confirm that the Company has adopted a Code of Conduct (“Code”) for its Board Members and senior management personnel and the Code is available on the Company’s Website.

I, further confirm that the Company has in respect of the financial year ended March 31, 2017, received from its Board members as well as senior management personnel affirmation as to compliance with the Code of Conduct.

For Anna Infrastructures Limited

Anil Kumar Agarwal
(Whole Time Director)

Place: Agra
Date: 14th August, 2017



ANNEXURE-B

**CERTIFICATION BY WHOLE TIME DIRECTOR AND CHIEF FINANCIAL OFFICER
{As Required under Regulation 17(8) of SEBI (Listing Obligations and Disclosure
Requirements) Regulation, 2015}**

We, Anil Kumar Agarwal, Whole Time Director, and Amit Kumar Bose, Chief Financial Officer of the Company, hereby certify to the Board of Directors that:

1. We have reviewed financial statements and the cash flow statement for the year ended as on 31st March, 2017 and that to the best of our knowledge and belief:
 - (a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (b) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the financial year which are fraudulent, illegal or in violation of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting; and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the auditors and the Audit Committee that:
 - (a) there are no significant changes in internal control over financial reporting during the year;
 - (b) there are no significant changes in accounting policies carried out during the year; and
 - (c) there were no instances of significant fraud of which we have become aware and there are no instances of involvement of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Anna Infrastructures Limited

Anil Kumar Agarwal Amit Kumar Bose
(Whole Time Director) (CFO)

Place: Agra
Date: 14th August, 2017



ANNEXURE-C

CERTIFICATION BY STATUTORY AUDITOR

{As required under Schedule V (D) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015}

To
The Members of Anna Infrastructures Limited

We have examined the compliance with the conditions of Corporate Governance by Anna Infrastructures Limited (the 'Company') for the financial year ended on March 31, 2017, as stipulated in Clause 49 of the Listing Agreement ('Listing Agreement') entered into by the Company with the Bombay Stock Exchange for the period commencing from April 1, 2016 to November 30, 2016 and as per the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the period commencing from December 1, 2016 to March 31, 2017.

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to the procedure and implementation process adopted by the Company for ensuring the compliance of the conditions of the corporate governance is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us by the Company, we hereby certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement / Listing Regulations, as applicable.

This certificate is neither an assurance as to the future viability of the Company, nor as to the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For Mehra Sanjay & Co.
Chartered Accountants
Firm Reg. No. 006381C

CA. Sanjay Mehra
Partner
Membership No. 075182

Place: Agra
Date: 14th August, 2017



INDEPENDENT AUDITOR'S REPORT

**TO,
THE MEMBERS OF ANNA INFRASTRUCTURES LIMITED**

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **ANNA INFRASTRUCTURES LIMITED**, which comprise the Balance Sheet as at **31/03/2017**, the Statement of Profit and Loss, for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid



standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **31/03/2017**, and its **Profit and its cash flow** for the year ended on that date.

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 enclose in the Annexure B a statement on the matters Specified in paragraphs 3 and 4 of the Order, to the extent applicable.
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 purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) In our opinion there are no observations or comments on the financial transactions, which may have an adverse effect on the functioning of the Company.
 - (f) On the basis of the written representations received from the directors as on 31.03.2017 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31.03.2017 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (g) Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 if the Companies Act, 2013 ("the Act") is enclosed as Annexure A to this report.
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact, if any, of pending litigations as at March 31, 2017 on its financial position in its standalone financial statements.
 - ii. The Company has long-term contracts as at March 31, 2017, for which there were no material foreseeable losses. The Company did not have any derivative contract as at March 31, 2017.
 - iii. There has been no delay in transferring amounts, required to be transferred (if any), to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of accounts maintained by the Company as as produced to us by the Management.

Place: Agra
Date: 29th May, 2017

Sanjay Mehra
LL.B., FCA, DISA (ICAI)
Partner
M. No. : 075182
For & on behalf of
Mehra Sanjay & Co
Chartered Accountants
F. R. No. : 006381C



ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF ANNA INFRASTRUCTURES LIMITED

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 Anna Infrastructures Limited as of 31.03.2017 in conjunction with our audit of the 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. 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 168 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 I/we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of



the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, 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 31.03.2017.

Place: Agra
Date: 29th May, 2017

Sanjay Mehra
LL.B., FCA, DISA (ICAI)
Partner
M. No. : 075182
For & on behalf of
Mehra Sanjay & Co
Chartered Accountants
F. R. No. : 006381C



Reports under The Companies (Auditor's Report) Order, 2016 (CARO, 2016)

CARO 2016 Report on the Financial Statement of Anna Infrastructures Limited for the year ended March 31, 2017.

1) In Respect of Fixed Assets

- (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) Fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.
- (c) The title deeds of immovable properties are held in the name of the Company.

(2) In Respect of Inventory

Physical verification of inventory has been conducted at reasonable intervals by the management.

(3) Compliance under section 189 of The Companies Act, 2013

The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained u/s 189 of the companies Act-2013.

(4) Compliance under section 185 and 186 of The Companies Act , 2013

In our opinion and according to the information and explanations given to us, the Company has not granted any loans, made any investments, or provide any guarantees, and security as envisaged under section 185 and 186 of the Companies Act, 2013 respectively.

(5) Compliance under section 73 to 76 of The Companies Act, 2013 and Rules framed there under while accepting Deposits

The company has not accepted any Deposits.

(6) Maintenance of cost records

To the best of our knowledge and as explained, the Central Government has not prescribed maintenance of cost records under sub-section (l) of section 148 of the Companies Act for the products of the company.

(7) Deposit of Statutory Dues

- (a) The company is regular in depositing the undisputed statutory dues including provident fund, employees` state insurance, income tax, sales, tax wealth tax, service tax, custom duty, excise duty. Cess and other statutory dues applicable to the Company with the appropriate authorities. No undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.
- (b) There is no dispute with the revenue authorities regarding any duty or tax payable.

(8) Repayment of Loans and Borrowings

Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of dues to a financial institution, bank of debenture holders.

(9) Utilization of Money Raised by Public Offers and Term Loan For which they Raised

The Company has not applied term loans for the purposes other than for which those are raised.



(10) Reporting of Fraud During the Year

Based on our audit procedures and the information and explanation made available to us no such fraud noticed or reported during the year.

(11) Managerial Remuneration

Managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

(12) Compliance by Nidhi Company Regarding Net Owned Fund to Deposits Ratio

As per information and records available with us The company is not Nidhi Company.

(13) Related party compliance with Section 177 and 188 of companies Act - 2013

Yes, All transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.

(14) Compliance under section 42 of Companies Act - 2013 regarding Private placement of Shares or Debentures

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.

(15) Compliance under section 192 of Companies Act - 2013

The company has not entered into any non-cash transactions with directors or persons connected with him.

(16) Requirement of Registration under 45-IA of Reserve Bank of India Act, 1934

The company is not required to be registered under section 45-IA of the Reserve Bank of India Act.

Place: Agra
Date: 29th May, 2017

Sanjay Mehra
LL.B., FCA, DISA (ICAI)
Partner
M. No. : 075182
For & on behalf of
Mehra Sanjay & Co
Chartered Accountants
F. R. No. : 006381C

**BALANCE SHEET** as at 31st March, 2017

(In Rs)

Particulars	Note No	As at 31 st March, 2017	As at 31 st March, 2016
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	38,000,000	38,000,000
(b) Reserves and Surplus	2	44,561,590	43,143,137
(c) Money received against share warrants		NIL	NIL
(2) Share application money pending allotment		NIL	NIL
(3) Non-Current Liabilities			
(a) Long-term borrowings	3	2,033,536	2,861,169
(b) Deferred tax liabilities (Net)		NIL	NIL
(c) Other Long term liabilities		NIL	NIL
(d) Long term provisions		NIL	NIL
(4) Current Liabilities			
(a) Short-term borrowings		NIL	NIL
(b) Trade payables	4	1,588,800	1,565,748
(c) Other current liabilities		NIL	NIL
(d) Short-term provisions	5	618,486	1,042,517
Total		86,802,412	86,612,571
II. ASSETS			
(1) Non-current assets			
<i>(a) Fixed assets</i>			
(i) Tangible assets	6	4,966,180	5,847,465
(ii) Intangible assets		NIL	NIL
(iii) Capital work-in-progress		NIL	NIL
(iv) Intangible assets under development		NIL	NIL
(b) Non-current investments	7	NIL	500,000
(c) Deferred tax assets (net)	23	130,907	117,186
(d) Long term loans and advances		NIL	NIL
(e) Other non-current assets		NIL	NIL
(2) Current assets			
(a) Current investments	8	35,422	35,422
(b) Inventories	9	23,756,669	20,472,391
(c) Trade receivables		NIL	NIL
(d) Cash and cash equivalents	10	2,177,099	4,936,002
(e) Short-term loans and advances	11	55,391,135	54,359,105
(f) Other current assets	12	345,000	345,000
Total		86,802,412	86,612,571

The notes referred to above form an integral part of the Balance sheet

As per our report of even date

For and on behalf of Board

(Sanjay Mehra)
Partner
M. No. 075182
For and on behalf of
Mehra Sanjay & Co

Ashok Kumar Mittal
Chairman

Anil Kumar Agarwal
Whole Time Director

Rakesh Kumar Mittal
Director

Firm Reg. No. : 006381C
Chartered Accountants

Kusum Singhal
Director

Amit Kumar Bose
CFO

Kanchan Agarwal
Company Secretary

Place: Agra
Date: 29.05.2017

**PROFIT AND LOSS ACCOUNT** for the year ended 31st March, 2017

(In Rs)

Particulars	Note No	For Year Ended 31 st March, 2017	For Year Ended 31 st March, 2016
I. Revenue from operations	13	6,150,767	11,270,244
II. Other Income	14	564,593	732,025
III. Total Revenue (I +II)		6,715,360	12,002,269
<i>IV. Expenses:</i>			
Cost of materials consumed	-	NIL	NIL
Purchase of Stock-in-Trade	9	3,284,278	3,923,084
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		(3,284,278)	(665,284)
Employee benefit expense	15	2,005,429	2,046,943
Financial costs	16	275,323	343,535
Depreciation and amortization expense	6	885,787	774,947
Other expenses	17	1,539,995	1,987,025
Total Expenses		4,706,534	8,410,250
V. Profit before exceptional and extraordinary items and tax	(III - IV)	2,008,826	3,592,019
VI. Exceptional Items		NIL	NIL
VII. Profit before extraordinary items and tax (V - VI)		2,008,826	3,592,019
VIII. Extraordinary Items		NIL	NIL
IX. Profit before tax (VII - VIII)		2,008,826	3,592,019
X. Tax expense:			
(1) Current tax		604,094	1,017,444
(2) Deferred tax		(13,721)	70,877
XI. Profit(Loss) from the period from continuing operations	(VII-VIII)	1,418,453	2,503,698
XII. Profit/(Loss) from discontinuing operations		NIL	NIL
XIII. Tax expense of discounting operations		NIL	NIL
XIV. Profit/(Loss) from Discontinuing operations (XII - XIII)		NIL	NIL
XV. Profit/(Loss) for the period (XI + XIV)		1,418,453	2,503,698
XVI. Earning per equity share:			
(1) Basic	18	0.37	0.66
(2) Diluted	18	0.37	0.66
The notes referred to above form an integral part of the Profit & Loss Statement			

As per our report of even date

For and on behalf of Board

(Sanjay Mehra)
Partner
M. No. 075182
For and on behalf of
Mehra Sanjay & Co

Ashok Kumar Mittal
Chairman

Anil Kumar Agarwal
Whole Time Director

Rakesh Kumar Mittal
Director

Firm Reg. No. : 006381C
Chartered Accountants

KusumSinghal
Director

Amit Kumar Bose
CFO

KanchanAgarwal
Company Secretary

Place: Agra
Date: 29.05.2017

**CASH FLOW STATEMENT** for the year ended 31st March, 2017

(In Lakhs)

PARTICULARS	Year ended 31 st March 2017	Year ended 31 March 2016
<i>Cash flow from Operating activities</i>		
Net Profit after Tax	14.18	25.04
Adjustments for :		
Depreciation & Amortization	8.86	7.75
Provision for Current Tax	6.04	10.17
Loss / (Profit) on sale of Fixes Assets / Investments, Net	(1.07)	(1.47)
Interests Costs	2.75	3.44
Interest & Dividend Incomes	5.65	(7.32)
Deferred Taxes	(0.14)	0.71
Operating cash flow before changes in working capital	36.28	38.32
Changes in Working Capital		
(Increase) / decrease in Current Assets	(43.16)	(144.99)
Increase / (decrease) in Current Liabilities & Provisions	(4.01)	(17.11)
Net changes in Working Capital	(47.17)	(162.10)
Income Taxes Paid	(6.04)	(10.17)
Net Cash generated / (used in) from Operating Activities (A)	(16.94)	(133.96)
<i>Cash flow from Investing activities</i>		
Interest & Dividend Incomes received	(5.65)	7.32
Investments Made in Mutual Funds	NIL	(50.36)
Capital Expenditure	(0.48)	(44.06)
Sale of Fixed Assets / Investments	6.50	53.24
Net Cash generated from Investing Activities (B)	0.38	(33.85)
<i>Cash flow from Financing activities</i>		
Fresh Secured Loan Taken	NIL	35.00
Repayment of Secured Loans	(8.28)	(6.39)
Interest Paid	(2.75)	(3.44)
Net Cash used in Financing Activities (C)	(11.03)	25.18
Net Increase in Cash and Bank Balances (A+B+C)	(27.59)	(142.64)
Cash and Bank balances at the beginning of the year	49.36	191.99
Cash and Bank balances at the end of the year	21.77	49.36

For and on behalf of Board

Ashok Kumar Mittal
ChairmanAnil Kumar Agarwal
Whole Time DirectorRakesh Kumar Mittal
DirectorKusum Singhal
DirectorAmit Kumar Bose
CFOKanchan Agarwal
Company Secretary



CASH FLOW STATEMENT

for the year ended 31st March, 2017

AUDITORS' CERTIFICATE

We have verified the above Cash Flow Statement of Anna Infrastructures Limited derived from the Audited Financial Statements for the year ended March 31, 2017 and March 31, 2016 and found the same to be in accordance with the requirements of clause 32 of the listing agreement with the Stock Exchanges and based on and in agreement with the corresponding Profit & Loss Statement and Balance Sheet of the Company covered by our Report dated 29.05.2017 to the members of the Company.

(Sanjay Mehra)

Partner

M. No. 075182

For and on behalf of

Mehra Sanjay & Co

Firm Reg. No. : 006381C

Chartered Accountants

Place : Agra

Date : 29.05.2017

**NOTES** TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017**NOTE 1. SHARE CAPITAL**

Particulars	As at 31 st March, 2017		As at 31 st March, 2016	
	Number of shares	Amount	Number of shares	Amount
(a) Authorized				
Equity shares of Rs 10/- each with voting rights	5,000,000	50,000,000	5,000,000	50,000,000
(b) Issued				
Equity shares of Rs 10/- each with voting rights	3,800,000	38,000,000	3,800,000	38,000,000
(c) Subscribed and fully paid up				
Equity shares of Rs 10/-each with voting rights	3,800,000	38,000,000	3,800,000	38,000,000
(d) Subscribed but not fully paid up	-	-	-	-
Total	3,800,000	38,000,000	3,800,000	38,000,000

The company has only one class of shares referred to as equity shares having a par value of Rs. 10/-. Each holder of one equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holders of the shares shall be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The amount distributed will be in proportion to the number of equity shares held by the shareholders.

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

Particulars	Opening Balance	Fresh issue	Other changes (give details)	Closing Balance
Equity shares with voting rights				
Year ended 31 March, 2017				
- Number of shares	3,800,000	-	-	3,800,000
- Amount (in Rs.)	38,000,000	-	-	38,000,000
Year ended 31 March, 2016				
- Number of shares	3,800,000	-	-	3,800,000
- Amount (in Rs.)	38,000,000	-	-	38,000,000

**NOTES** TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017 (contd.)

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

Class of shares / Name of shareholder	As at 31 st March, 2017		As at 31 st March, 2016	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Amit Mittal	388,200	10.22%	383,100	10.08%
Rakesh Kumar Mittal	510,500	13.43%	510,500	13.43%
Ashok Kumar Mittal	329,910	8.68%	329,910	8.68%

NOTE 2. RESERVE AND SURPLUS

	As at 01.04.2016	Additions	Deductions *	As at 31.03.2017
General Reserve	2,325,000	NIL	NIL	2,325,000
Statutory Reserve for Deposits	5,615,000	NIL	NIL	5,615,000
Surplus - balance in P&L A/C	35,203,137	1,418,453	NIL	36,621,590
Total Reserves & Surplus	43,143,137	1,418,453	NIL	44,561,590

NOTE 3. LONG TERM BORROWINGS

	As at 31.03.2017	As at 31.03.2016
(I) Secured Loans		
Kotak Mahindra Term Loan*	2,033,536	2,861,169
	2,033,536	2,861,169

* Secured against Vehicle of the Company & Personal Guaranty of the Directors.

NOTE 4. TRADE PAYABLES

	As at 31.03.2017	As at 31.03.2016
Creditors for Expenses	109,135	106,401
Rent Security	68,616	44,736
TDS Payable	11,049	14,611
Advance from Customers	1,400,000	1,400,000
	1,588,800	1,565,748

**NOTES** TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017 (contd.)**NOTE 5. SHORT TERM PROVISIONS**

	As at 31.03.2017	As at 31.03.2016
Provision for Taxation	604,094	1,017,444
Provision for Diminution in value of Investments	14,392	25,073
	618,486	1,042,517

NOTE 6. FIXED ASSETS

ASSETS	GROSS BLOCK			DEPRECIATION					NET BLOCK		
	AS ON	ADDITIONS	SALE/TRF./	AS ON	AS ON	FOR THE	TRF. TO RES.	SALE/ WRITTEN OFF	AS ON	AS ON	AS ON
	01.04.2016		WRITTEN OFF	31.03.2017	01.04.2016	YEAR		WRITTEN OFF	31.03.2017	31.03.2017	31.03.2016
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Own assets											
Building	1,023,120	NIL	NIL	1,023,120	278,948	45,529	NIL	NIL	324,477	698,643	744,172
Vehicles	7,432,643	NIL	859,970	6,572,673	2,541,851	731,634	NIL	816,972	2,456,513	4,116,160	4,890,792
Furniture & fixture	1,047,945	NIL	NIL	1,047,945	928,727	67,300	NIL	NIL	996,027	51,918	119,218
Electrical equipments	92,174	NIL	NIL	92,174	87,566	NIL	NIL	NIL	87,566	4,608	4,608
Computers	304,275	47,500	NIL	351,775	286,590	20,504	NIL	NIL	307,094	44,681	17,685
Office equipments	284,058	NIL	NIL	284,058	213,068	20,820	NIL	NIL	233,888	50,170	70,990
Total	10,184,215	47,500	859,970	9,371,745	4,336,750	885,787.00	NIL	816,972	4,405,565	4,966,180	5,847,465
Grand total	10,184,215	47,500	859,970	9,371,745	4,336,750	885,787	NIL	816,972	4,405,565	4,966,180	5,847,465
Previous year	8,613,580	4,405,768	2,835,133	10,184,215	6,255,179	774,947	NIL	2,693,376	4,336,750	5,847,465	2,358,401

NOTE 7. NON CURRENT INVESTMENTS

Particulars	Face Value	Nos.	Nos.	Value	Value
	Rs.	31.03.2017	31.03.2016	31.03.2017	31.03.2016
LONG TERM INVESTMENTS :					
(1) FULLY PAID UP EQUITY SHARES					
Unquoted					
Alfa Housing (India) Pvt. Ltd.	10	NIL	50,000	NIL	500,000
Total				NIL	500,000

Aggregate Value of Unquoted Investments

NIL 500,000

**NOTES** TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017 (contd.)**NOTE 8. CURRENT INVESTMENTS**

Particulars	Face Value	Nos.	Nos.	Value	Value
	Rs.	31.03.2017	31.03.2016	31.03.2017	31.03.2016
CURRENT INVESTMENTS :					
FULLY PAID UP EQUITY SHARES					
Quoted					
Datapro Information Technology Ltd.	2	500	500	1,000	1,000
Inox Leasing Limited	10	100	100	Nil	Nil
Shree Rajeshwaran and Paper Mills Ltd.	10	100	100	1,000	1,000
Sumeet Industries Ltd	10	200	200	760	760
JP Associates	2	1,000	2,000	32,662	32,662
TOTAL QUOTED EQUITY				35,422	35,422

	Cost	Mkt. Value
Aggregate Value of Quoted Current Investments	35,422	21,030

NOTE 9. INVENTORIES

	As at 01.04.2016	Additions during the yr.	Cost of Goods Sold	As at 31.03.2017
- Ikon City Project	1,724,388	1,151,061	NIL	2,875,449
- IkonVatica Project	2,359,675	1,267,702	NIL	3,627,377
- Anna Ikon Project	5,465,091	168,000	NIL	5,633,091
- Shivalik Residency Project	13,358	NIL	NIL	13,358
- Ikon Greens Project	1,850,859	697,515	NIL	2,548,374
- Kalal Kheria Project	9,059,020	NIL	NIL	9,059,020
Total	20,472,391	3,284,278	NIL	23,756,669

NOTE 10. CASH AND CASH EQUIVALENTS

	As at 31.03.2017	As at 31.03.2016
(a) Cash and Cheques in hand as		
Certified by management	530,279	400,988
(b) With scheduled banks :-		
In Current Accounts	256,074	2,315,014
In Fixed deposit	1,390,746	2,220,000
	2,177,099	4,936,002

**NOTES** TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017 (contd.)**NOTE 11. SHORT TERM LOANS AND ADVANCES**

	As at 31.03.2017	As at 31.03.2016
Loans and Advances		
Loans (Unsecured)		
- Considered Good	54,444,262	53,101,834
- Considered Doubtful	NIL	NIL
Advances		
-Recoverable in cash or kind or value to received	292,685	165,561
-Advance Tax (Including TDS)	654,188	1,091,710
	55,391,135	54,359,105

NOTE 12. OTHER CURRENT ASSETS

	As at 31.03.2017	As at 31.03.2016
Accrued Income on Projects	345,000	345,000
	345,000	345,000

NOTE 13. REVENUE FROM OPERATIONS

	As at 31.03.2017	As at 31.03.2016
(A) INTEREST ON LOANS		
Interest Income	6,150,767	5,280,163
	6,150,767	5,280,163
(B) SALES		
- Ikon City Project	NIL	1,400,000
- Ikon Greens Project	NIL	NIL
- IkonVatika Project	NIL	2,374,000
-Ikon Anna Ikon	NIL	880,000
	NIL	4,654,000
(C) OTHER INCOME FROM REAL ESTATE		
Other Income from Real Estate Activities	NIL	1,336,081
Total Revenue from Operations (A+B+C)	6,150,767	11,270,244



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017 (contd.)

NOTE 14. OTHER INCOME

	As at 31.03.2017	As at 31.03.2016
Interest (TDS Rs.6,108/- Previous Year :Rs. 39,216/-)	61,066	392,892
Rental Income	385,424	130,212
Dividend	NIL	36,795
Short Term Capital Gain	NIL	(11,618)
Other Income	420	25,500
Provision for Uprising value of Investments	10,681	NIL
Profit on Sale of Fixed Assets	107,002	158,244
Total	564,593	732,025

NOTE 15. EMPLOYEE BENEFIT EXPENSE

	As at 31.03.2017	As at 31.03.2016
Salary	1,834,800	1,847,100
Food & Beverages to Staff	55,129	73,843
Others benefits	115,500	126,000
	2,005,429	2,046,943

NOTE 16. FINANCIAL COSTS

	As at 31.03.2017	As at 31.03.2016
Interest to Financial Institutions	247,076	240,190
Interest Paid on Income-Tax	19,449	91,167
Bank Charges	8,798	12,178
	275,323	343,535



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017 (contd.)

NOTE 17. OTHER EXPENSES

	As at 31.03.2017	As at 31.03.2016
Advertisement Expenses	34,031	89,297
Electricity & Power	266,470	260,095
Motor Car Expenses	389,798	477,743
Telephone Expenses	80,379	89,872
Scooter Expenses	15,816	13,551
Festival Expenses	17,365	38,049
Travelling & Conveyance	NIL	43,924
Office Expenses	48,420	72,761
Printing & stationary	26,327	50,811
Postage & Courier Expenses	35,741	61,679
Business Promotion	25,282	59,413
Repairs & Maintenance	15,574	42,182
Legal & Professional Charges	390,247	412,481
Auditors Remuneration	92,000	92,000
Books & Periodicals	5,910	23,806
Provision for Diminishing Value of Investments	NIL	22,313
Meeting Expenses	96,635	137,048
	1,539,995	1,987,025

NOTE 18. BEING PART OF NOTES ON ACCOUNTS EARNING PER SHARES

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares considered for deriving basic earnings per share since the company have not issued any securities which can be potential equity shares.

NOTE 19. BEING PART OF NOTES ON ACCOUNTS

- Particulars of employees who are in receipt of Rs. 60,00,000 per annum when employed throughout the Financial year or Rs. 5,00,000 per month when employed for the part of year : Nil (2015-16 : Nil).
- As none of the employee is covered by the eligibility criteria hence no provision for the retirement benefit has been made.

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017 (contd.)****NOTE 20. BEING PART OF NOTES ON ACCOUNTS**

	As at 31.03.2017	As at 31.03.2016
PAYMENT TO AUDITORS		
A) Statutory Audit	45,000	45,000
B) Tax Audit	15,000	15,000
C) Other Services	20,000	20,000
D) Service Tax	12,000	9,888
	92,000	89,888

NOTE 21. BEING PART OF NOTES ON ACCOUNTS

- Current income tax expense comprises taxes in income from operation for the period. Income tax payable is determined in accordance with the Income Tax Act, 1961.
- Deferred Tax expense or benefit is recognized on timing difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.
- Deferred tax asset and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

NOTE 22. BEING PART OF NOTES ON ACCOUNTS

In accordance with Accounting Standard 22 " Accounting for Taxes on Incomes" notified under the Companies Act, 2013 by the Central Government, the timing difference have resulted in net deferred tax Asset of Rs 1,30,907/- as the year end 31st March, 2017.

Break up of Deferred Tax Assets is given below :	As at 31.03.2017	As at 31.03.2016
A. DEFERRED TAX ASSETS:		
On Account Of Depreciation		
DTA / (DTL) Brought forward from earlier years	117,186	188,063
Additions during the year	13,721	(70,877)
	130,907	117,186
Closing Balance		

NOTE 23. BEING PART OF NOTES ON ACCOUNTS

The Company is a Small and Medium-sized Company (SMC) as defined in the General Instructions in respect of Accounting Standards notified under the Companies Act, 2013. Accordingly, the Company has compiled with the Accounting Standards as applicable to a Small and Medium-Sized Company.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017 (contd.)

NOTE 24. BEING PART OF NOTES ON ACCOUNTS

The Company has not received any intimation from "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence, the following disclosures under the said Act have been shown as Nil.

	As at 31.03.2017	As at 31.03.2016
A. The principal amount and interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of accounting year;	NIL	NIL
B. The amount of interest paid by the buyer in terms of Section 16 of the said Act along with the amount of the payment made to the supplier beyond the appointed day during each accounting period; The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the	NIL	NIL
C. appointment day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	NIL	NIL
D. The amount of interest accrued and remaining unpaid at the end of each accounting year; and	NIL	NIL
E. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, under Section 23 of Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017 (contd.)****NOTE 25. BEING PART OF NOTES ON ACCOUNTS**

Related Party disclosures, as required in terms of Accounting Standard (AS) 18 are given below :

Relationships :**A) Individuals having voting power with control or significant influence :**

- i) Shri. Amit Mittal
- ii) Shri. Rakesh Kumar Mittal
- iii) Shri. Ashok Kumar Mittal
- iv) Shri. Ramesh Chand Agarwal
- v) Shri. Anil Kumar Agarwal

B) Relatives of Key Management Personnel, where transaction have taken place :

- i) NIL

C) Associate Companies owned by Directors or Major Shareholders :

- i) NIL

Note : Related party relationships are as identified by the Company and relied upon by the Auditors.

Transactions carried out with related parties referred to above in ordinary course of business :

Nature of Transaction	Individual with Control	Relatives of Key Managerial Personnel	Associate Companies owned by Directors/major Share holders	TOTAL
1) Loans Received	-	-	-	-
2) Loans Refunded	-	-	-	-
3) Directors Sitting Fees	16,500	-	-	16,500
3) Directors' Remuneration	2,40,000	-	-	2,40,000
TOTAL	2,56,500	-	-	2,56,500

NOTE 26. BEING PART OF NOTES ON ACCOUNTS

Preliminary Expenses are being written off over a period of five years.

NOTE 27. BEING PART OF NOTES ON ACCOUNTS**Provision, Contingent Liabilities & Contingent Assets :**

Estimated amounts of contract to be executed and not provided for as on 31st March 2017 is: Nil (2015-16:Nil)

In the opinion of the Board, the assets other than fixed assets and noncurrent investments are approximately of the same value stated, if realized in the ordinary course of business.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017 (contd.)

NOTE 28. BEING PART OF NOTES ON ACCOUNTS

Details of Specified Bank Notes (SBN)

- Details of Specified Bank Notes (SBN) held and transacted during the period 08-11-2016 to 30-12-2016 are

Particulars	SBNs	Other Denomination Notes	Total
Closing Cash in hand as on 08-11-2016	548,500	62,511	611,011
(+) Permitted Receipts	NIL	4,00,000	4,00,000
(-) Permitted payments	NIL	2,71,741	2,71,741
(-) Amount deposited in Banks	548500	NIL	5,48,500
Closing Cash in hand as on 30-12-2016	NIL	1,90,770	1,90,770

Explanation: For the purpose of this clause, the term "Specified Bank Notes" shall have the same meaning provided in the notification of the Govt. of India, in the Ministry of Finance, Department of Economic Affairs Number S.O. 3407(E), Dated the 8th Nov, 2016.

NOTE 29. BEING PART OF NOTES ON ACCOUNTS

- Earnings in foreign currency Rs. Nil (2015-16 : Nil)
- Expenditure in foreign currency Rs. Nil (2015-16: Nil)

NOTE 30. BEING PART OF NOTES ON ACCOUNTS

Previous year's figures have been regrouped wherever necessary.

For and on behalf of Board

(Sanjay Mehra)
Partner
M. No. 075182

Ashok Kumar Mittal
Chairman

Anil Kumar Agarwal
Whole Time Director

Rakesh KumarMittal
Director

For and on behalf of
Mehra Sanjay & Co

Firm Reg. No. : 006381C
Chartered Accountants

KusumSinghal
Director

Amit Kumar Bose
CFO

KanchanAgarwal
Company Secretary

Place: Agra
Date: 29.05.2017



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017 (contd.)

NOTE 31. SIGNIFICANT ACCOUNTING POLICIES

1. RECOGNITION OF INCOME AND EXPENDITURE

- (a) Under the Real Estate Division of the Company the Income recognized at the point of Sale or booking amount received on estimation basis and balance of Profit & Loss of particular project accounted in that year in which the entire sale of said project will be completed.
- (b) The Company has booked the Income on a GP basis on sales/Bookings of Plots Shops, and balance of Profit & Loss of particular project accounted in that year in which the entire sale of said project will be completed. The Company is following the same method of accounting from more than 10 years consistently. Company has not started new project after 01-04-2012 hence guidance note on Real Estate transaction (issued by ICAI) is not applicable on Company.
- (c) Revenue/Income and costs/Expenditure are recognized on an accrual basis except dividends.

2. FIXED ASSETS

Fixed Assets are stated at Cost less accumulated depreciation.

3. DEPRECIATION

Depreciation on Fixed Assets has been provided based on life assigned to each asset in accordance with schedule II of the Companies Act, 2013.

4. INVESTMENTS

Investments are held by the Company are classified into Current and Long Term Investments Categories in terms of RBI Guidelines and valued accordingly. Long Term Investments are stated at cost and provision for diminution in value is made wherever considered necessary, if the diminution is of permanent nature. Current Investments are stated at lower of cost and fair value. Gains/Losses on disposal or redemption of investments are recognized in the profit & Loss Statement.

5. INVENTORIES

Inventories under Real Estate Division of the Company are stated at lower of cost or net realizable value.

6. Confirmation of various debit and credit balances, loans and advances given and other liabilities etc. have not been received in some cases, which may have a revenue impact.

7. Remuneration to Directors

Particulars	Current Year (Rs.)	Previous Year (Rs.)
Salary	2,40,000	1,20,000

The Company is of the opinion that the computation of the net profit under section 198 of the Companies Act 2013 is not necessary as no commission is paid/payable to the Directors for the year ended 31.03.2017.

The total Remuneration paid to Director(s) is less than 5% of the Net Profits of the Company in accordance with Section 197(1)(i) of the Companies Act, 2013.

8. Under Real Estate Division of the Company, the sale and booking is in progress in the following projects:

- Plots in Ikon city Project
- Plots in Ikon Greens Project
- Plots in Ikon Vatica Project
- Shops in Anna Complex
- Shops in Anna Ikon



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017 (contd.)

The Company has booked the Gross Profit @20% on sales/Bookings of Inventories and balance of Profit & Loss of particular project accounted in that year in which the entire sale of said project will be completed.

9. Segment Information

Composition of Business segment

The Company's business divided into two segments as

- I. Real Estate Business
- II. Loan and Investment

Normally there is no inter segment transactions in the company.

As at 31.03.2017 segment revenues, result and other information

A. Segment Revenue (Income)

I.	Real Estate Business	NIL
II.	Loan and Investment	52,80,163/-
Income from Operations		52,80,163/-

B. Segment Results

I.	Real Estate Business	(14,83,271)
II.	Loan and Investment	5,22,089/-
	Total	37,48,818/-
	Less : Interest	2,75,323/-
	Less : Net Unallocable Expenditure	14,64,669/-
Total Profit before Tax		20,08,826/-

C. Capital Employed

I.	Real Estate Business	2,37,90,219/-
II.	Loan and Investment	5,87,71,371/-
Total		8,25,61,590/-

10. Figures have been rounded off to the nearest rupee.

Ashok Kumar Mittal
Chairman

Anil Kumar Agarwal
Whole Time Director

Rakesh Kumar Mittal
Director

KusumSinghal
Director

Amit Kumar Bose
CFO

KanchanAgarwal
Company Secretary

Place: Agra
Date: 29.05.2017



ANNA INFRASTRUCTURES LIMITED

CIN: L65910UP1993PLC070612

Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower, Sanjay Place, Agra-282002

ATTENDANCE SLIP

25th Annual General Meeting on 26th September, 2017

Name of the Member attending meeting	
Reg. Folio/DP & Client No.	
No. of Shares Held	

I certify that I am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the 25th Annual General Meeting of the Company at Hotel Nuova, Block S-23, Sanjay Place, Agra-282005 at 3 PM on Tuesday, the 26th September, 2017.

Members' Name _____

Proxy's Name _____

Members'/Proxy Signatures _____

Note:

- 1) Please fill this attendance slip and hand it over at the entrance of the premises.
- 2) The Proxy, to be effective should be deposited at the Registered Office of the Company not less than FORTY EIGHT HOURS before the commencement of the meeting.
- 3) A Proxy need not be a member of the Company.
- 4) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.



ANNA INFRASTRUCTURES LIMITED

CIN: L65910UP1993PLC070612

Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower, Sanjay Place, Agra-282002

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]

Name of the Member(s)	
Registered Address	
E-mail Id	
Folio No /Client ID	
DP ID	

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

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the company, to be held on Tuesday, 26th day of September,2017 at 3.00 p.m. at Hotel Nuova, Block S-23, Sanjay Place, Agra-282005 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Ordinary Business	Vote	
		For	Against
1.	Adoption of Statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2016		
2.	Re-appointment of Mr. Ramesh Chand Agarwal who retires by rotation		
3.	Appointment of M/s Vinay Bansal & Associates., Chartered Accountants as Statutory Auditors & fixing their remuneration		

Signed this ____ day of ____ 2017

Affix Revenue
Stamps of Rs. 1/-

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder

Across Revenue Stamp

Note:

- 1) 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.
- 2) The proxy need not be a member of the company



ANNEXURE TO THE NOTICE

ROUTE MAP FOR VENUE OF 25TH ANNUAL GENERAL MEETING

Hotel Nuova, Block S-23, Sanjay Place, Agra-282005 Uttar Pradesh (India)



Book -Post

To



If undelivered please returned to:

ANNA INFRASTRUCTURES LIMITED

Corporate and Registered Office:

Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower,
Sanjay Place, Agra- 282002, Uttar Pradesh

Telephone : 0562-2527004

Email : annainfra@gmail.com