

23rd
ANNUAL REPORT
2017-2018



KMF BUILDERS & DEVELOPERS LIMITED

BOARD OF DIRECTORS

- | | |
|----------------------------|--------------------------------|
| 1. Mr. Gorve Chadha | - Chairman & Managing Director |
| 2. Mrs. Kavita Chadha | - Executive Director |
| 3. Mr. Pradeep Kumar Malik | - Chief Financial Officer |
| 4. Mr. Shyam Sundar Mittra | - Director |
| 5. Mr. Chirag Salaria | - Director |
| 6. Mr. Aniruddh Singh | - Director |
| 7. Ms. Priyanka Behl | - Company Secretary |

REGD. OFFICE

No.508, Golf Manor Apartments
NAL Wind Tunnel Road
Murgeshpalya Bangalore-560017
CIN: - L45203KA1995PLC017422
Tel: +90(080)41486412, 25238007
Email: - kmfbuilder95@gmail.com

CORPORATE OFFICE

4E/ 15 4th floor Ashoka Centre Jhandewalan
New Delhi-110055

AUDITORS

CS Nagendra & Co.
Chartered Accountants
Bangalore

Deepak Sadhu & Co

Company Secretaries
Bangalore

SHARE TRANSFER AGENT

Alankit Assignments Limited
RTA Division- KMF Builders and Developers Limited
2E/21, Jhandewalan Extn
New Delhi-110055
Ph No. 011-42541234
Email: - alankit@alankit.com

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KMF BUILDERS & DEVELOPERS LIMITED

Notice to the 23rd Annual General Meeting

Notice is hereby given that the 23rd Annual General Meeting (AGM) of the members of KMF Builders and Developers Limited (CIN: L45203KA1995PLC017423) will be held on Monday, 24th September 2018, at 09:00 AM at the Hotel Sai Renaissance, Opp. State Bank Of India Sai Colony, (Whitefield Rly.Stn.) Kadugudi, Bengaluru-560067 Karnataka, India, to transact the following business:

Ordinary business

Item no.1 – Adoption of financial statements

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2018 including audited Balance Sheet as at 31st March, 2018 and profit and loss account for the year ended on that date together with the reports of the Auditors and Directors thereon.

Item no.2 – Appointment of Mrs. Kavita Chadha as a director liable to retire by rotation

To appoint a director in place of Mrs. Kavita Chadha, who retires by rotation and being eligible offers herself for re-appointment.

Item no.3- Ratification of appointment of Statutory Auditors and fixing their remuneration

To Consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary resolution:-

RESOLVED that pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the rules made thereunder, as amended from time to time, the Company hereby ratifies the appointment of M/s C S Nagendra & Co. Firm of Chartered Accountants (FRN 009486S), as Auditors of the Company, to hold office from the conclusion of the 27th Annual General Meeting of the company at such remuneration as shall be fixed by the Board of Directors of the Company."

Special Business:

Item No. 1 To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Special resolution:-

RESOLVED THAT (Special Resolution): Revision in the remuneration of Mr. Gorge Chadha (DIN: 06407884), Managing Director of the Company

It is proposed to revise the remuneration payable to the Managing Director and others pursuant to the Companies Act, 2013. The Board members may discuss and approve the following resolution. "Resolved that **Pursuant to the provisions of Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company and recommendation of Nomination and Remuneration Committee** and subject to the approval of the members at the general meeting, where applicable, revised remuneration of Rs. 12 lac PA be paid to Mr. Gorge Chadha, Managing Director / Chairperson w.e.f. 01.10.2018 for the period from 01.10.2018 to 01.10.2020. Resolved further that Mrs. Kavita Chadha Director be and is hereby authorized to communicate the revised remuneration to Mr. Gorge Chadha."

Place: Bangalore
Dated: 14.08.2018

Gorge Chadha
(Chairman & Managing Director)
DIN: 06407884

Registered Office:
Flat No. 508, Golf Manor Apartments,
NAL Wind Tunnel Road, Murgeshpalya,
Bangalore - 560017
CIN: L45203KA1995PLC017423
Tel: +91(080)25238007, 41486142-43
Email: kmfbuilder95@gmail.com
Website: www.kmfbuilder.com

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NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL, INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS UPTO AND NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY. FURTHER, A MEMBER HOLDING MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR MEMBER. THE INSTRUMENT APPOINTING PROXY MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF HOLDING THE MEETING.**
2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company.
3. A statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the special businesses to be transacted at the Annual General Meeting is annexed hereto. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during business hours except on holidays, up to and including the date of the Annual General Meeting.
4. Pursuant to Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, details of Directors seeking appointment/re-appointment at the Annual General Meeting of the Company to be held on 24th September, 2018 are provided in Annexure A of this Notice. The Company has received the consents / declarations for their appointments / re-appointments under the Companies Act, 2013 and the rules thereunder.
5. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the share transfer agent of the Company (i.e. Alankit assignments Ltd). Members are requested to keep the same updated.
6. 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 the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or its RTA. SEBI has also mandate that for registration of transfer of Securities, the transferee (s) as well as transferor shall furnish a copy of their PAN card to the Company for registration of transfer of securities.
7. In terms of Section 101 and 136 of the Companies Act, 2013 read together with the Rules made thereunder, the listed companies may send the notice of annual general meeting and the annual report, including Financial statements, Board Report, etc. by electronic mode. The Company is accordingly forwarding soft copies of the above referred documents to all those members who have registered their email ids with their respective depository participants or with the share transfer agent of the Company.
8. To receive shareholders' communications through electronic means, including annual reports and notices, members are requested to kindly register/ update their email address with their respective depository participant, where shares are held in electronic form. If, however, shares are held in physical form, members are advised to register their e-mail address with Alankit Assignments Ltd. at lalitp@alankit.com.
9. Documents referred to in the Notice and the explanatory statement shall be open for inspection by the members at the registered office of the Company on all working days (Monday to Saturday) from 10.00 a.m. to 01.00 p.m. except holidays, upto the date of the meeting.
10. The Company has been maintaining, inter alia, the following statutory registers at its registered office at Bangalore, which are open for inspection in terms of the applicable provisions of the Companies Act, 2013 by members and others as specified below:
 - i). Register of contracts or arrangements in which directors are interested under section 301 of the

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Companies Act, 1956 and section 189 of the Companies Act, 2013, on all working days during business hours. The said Registers shall also be produced at the commencement of the annual general meeting of the Company and shall remain open and accessible during the continuance of the meeting to a person having the right to attend the meeting.

- ii) Register of directors' shareholdings under section 307 of the Companies Act, 1956 and Register of directors and KMP and their shareholding under section 170 of the Companies Act, 2013, on all working days during business hours. The said Registers shall be kept open for inspection at the annual general meeting of the Company and shall be made accessible to a person attending the meeting.
11. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
12. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
13. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
14. Members/Proxies are requested to bring the copies of annual reports to the meeting.
15. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH-13 prescribed by the Government can be obtained from the Registrar and Transfer Agent or the Secretarial Department of the Company at its Registered Office.
16. Members who are holding physical shares in identical order of names in more than one folio are requested to send to the Company or Company's Share Transfer Agent the details of such folios together with the share certificates for consolidating their holding in one folio. The share certificates will be returned to the members after making requisite changes, thereon. Members are requested to use the new Share Transfer Form SH-4 for this purpose.
17. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Share Transfer Agent or the concerned Depository Participant, as the case may be, immediately of:-
 - a. The change in the residential status on return to India for permanent settlement
 - b. The particulars of the NRE Account with a Bank in India, if not furnished earlier.
18. The route map to reach the venue of the Annual General Meeting is annexed.
19. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 and Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, the Members are provided with the facility to cast their votes on resolutions through e-voting services provided by National Securities Depository Ltd. (NSDL).

In order to enable its Members, who do not have access to e-voting facility to send their assent or dissent in writing in respect of the resolutions as set out in this Notice the Company is enclosing a Ballot Form with the Notice. Instructions for voting through Ballot Form are given at the back of the said form and instructions for e-voting are given in the below annexed to this Notice. Resolution(s) passed by Members through Ballot Forms or e-voting is/are deemed to have been passed as if they have been passed at the AGM.
20. The facility for voting, either through electronic voting system or ballot form or polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting or by ballot form shall be able to exercise their right at the meeting.
21. The Members who have cast their vote by remote e-voting or by ballot form prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
22. Members can opt for only one mode of voting, i.e., either by Ballot Form or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Ballot Form shall be treated as invalid.

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23. In case a Member is desirous of obtaining a duplicate Ballot Form, he may send an e-mail to evoting@alankit.com by mentioning their Folio/DP ID and Client ID No. However, the duly completed Ballot Form should reach the Registrars & Transfer Agent at Alankit Assignments Limited, (205-208, Anarkali Complex Jhandewalan Extension New Delhi 110055) not later than 03rd Sept, 2018 (5:00 p.m. IST). Ballot Form received after this date will be treated as invalid.

The instructions for members for voting electronically are as under:-

- (1) The Voting Period begins on 21.09.2018 at 10.00 a.m. and ends on 23.09.2018 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 17.09.2018, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
 - (2) In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Annual General Meeting ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - (3) The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
 - (4) The members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again.
 - (5) The remote e-voting period commences on 21st September, 2018 (10:00 am) and ends on 23rd September, 2018 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 17th September, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- I. The process and manner for remote e-voting are as under:
- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :
- (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "remote e-voting.pdf".
 - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
 - (iii) Click on Shareholder - Login
 - (iv) Put your user ID and password. Click Login.
 - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - (vii) Select "EVEN" of "KMF Builders and Developers Limited".
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.

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- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to Deepak@deepaksadhu.com with a copy marked to evoting@nsdl.co.in
- B. In case a Member receives physical copy of the Notice of Annual General Meeting [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:
 - (i) Initial password is provided as below/at the bottom of the Attendance Slip for the Annual General Meeting:

<u>EVEN (Remote e-voting Event Number)</u>	<u>USER ID</u>	<u>PASSWORD/PIN</u>
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- | | | |
|------|--|--|
| (ii) | Please follow all steps from Sl. No. (ii) To Sl. No. (xii) Above, to cast vote. | |
| II. | In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-232-990. | |
| III. | If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote. | |

NOTE: Shareholders who forgot the User Details/Password can use “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com.

In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).

In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No+Folio No).

- IV. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- V. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 17th September, 2018.
- VI. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 17.09.2018, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or alankit@alankit.com.
However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-232-990. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the Annual General Meeting.
- VII. 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 date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- VIII. Mr. Deepak Sadhu of M/s Deepak Sadhu & Co., Practicing Company Secretary (ACS No. 39541 CP No. 14992) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- IX. The Chairman shall, at the Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “remote e-voting” and “Poling Paper” for all those members who are present at the Annual General Meeting but have not cast their votes by availing the remote e-voting facility.
- X. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

KMF BUILDERS & DEVELOPERS LIMITED

- XI. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.kmfbuilders.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

General instructions:

- i. The e-voting period commences on 21st September, 2018 (10:00 a.m. IST) and ends on 23rd September, 2018 (5:00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on 17th September, 2018, may cast their vote electronically. The e-voting module shall be disabled by Alankit for voting thereafter. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently.
- ii. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on 17th September, 2018. 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 date only shall be entitled to avail the facility of remote e-voting.
- iii. Any person who acquires shares of the Company and becomes member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 17th September, 2018, may obtain the login Id and password by sending a request at evoting@alankit.com. However, if you are already registered with Alankit for remote e-voting then you can use your exiting user ID and password for casting your vote.
- iv. The Company has appointed Mr. Deepak Sadhu of M/s DEEPAK SADHU & Co, Practicing Company Secretary (ACS No. A39541 CP No. 14992), as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- v. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make not later than three days of conclusion of the meeting a Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.
- vi. In the event of a poll, please note that the members who have exercised their right to vote by electronic means as above shall not be eligible to vote by way of poll at the meeting. The poll process shall be conducted and report thereon will be prepared in accordance with section 109 of the Companies Act, 2013 read with the relevant Rules. In such an event, votes cast under Poll taken together with the votes cast through e-voting and using ballot form shall be counted for the purpose of passing of resolution(s).
- vii. The notice of the meeting will be displayed on the Company' website at www.kmfbuilders.com.
- viii. The details of the person responsible to address the grievances connected with facility for voting by electronic means:

Name: - Priyanka Behl

Designation: - Company Secretary & Compliance officer

Address: - 4E/15 Ashoka Centre, Jhandewalan, New Delhi - 110 055

Email id: - Priyanka@kmfbuilder.com

Phone No.: - 01145795060

- ix. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.kmfbuilders.com and on the website of Alankit within two days of the passing of the resolutions at the AGM on 24th September, 2018 and communicated to the Stock Exchanges where the shares of the Company are listed.

Place: Bangalore

Dated: 14.08.2018

Registered Office:

Flat No. 508, Golf Manor Apartments,
NAL Wind Tunnel Road, Murugeshpalya,

By order of the Board of Directors

Gorge Chadha

(Chairman & Managing Director)

DIN: 06407884

KMF BUILDERS & DEVELOPERS LIMITED

Bangalore - 560017
 CIN: L45203KA1995PLC017423
 Tel:+91(080)25238007, 41486142-43
 Email: kmfbuilder95@gmail.com
 Website: www.kmfbuilder.com

Annexure A

Details of Directors seeking appointment/ re-appointment at the Annual General Meeting scheduled to be held on September 24, 2018 (Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements), Regulations 2015

Director's Name & Date of Birth	Brief Resume (Date of Appointment, Qualification, Expertise in specific functional area)	Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)	Chairmanships / Memberships of Committees of other Public Companies	No. of shares held in the Company as on 31.03.2018	Relationship with Directors and Key Managerial Personnel
Mrs. Kavita Chadha (DOB- 23.06.1963)	Graduate by qualification and she joined the Company in 2010 as Director and later on she is working as Project Consultant. She has varied experience in all the major departments such a planning and project execution and had a significant role in formulating the long term business plan of the Company.	She is also the Director in KMF Securities Limited.	-	10,80,400	Promoter of the Company, Mother of Mr. Gorge Chadha, Managing Director

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DIRECTORS' REPORT

To the Members of KMF Builders and Developers Limited

Your Directors have pleasure in presenting the 23rd Annual Report together with the audited statement of accounts for the financial year ended 31st March, 2018

1. FINANCIAL RESULTS

PARTICULARS	(Fig in Rs.)	(Fig in Rs.)
	2017-18	2016-17
Income	16,455,259.30	23,760,370.56
Expenses	14,607,022.98	18,728,446.87
Profit (before financial charges, depreciation and tax)	1,848,236.32	50,31,923
Net Finance Expense / (Income)	42,987.76	(1481.27)
Depreciation and amortization Expenses	520954	12,92,435
Profit before tax	1284294.56	37,40,969
Tax Expense	(2840990)	13,21,898
Net Profit for the year	1,568,393.56	24,19,071.96

2. FUTURE OUTLOOK The sector witnessed a visible temporary slowdown since the announcement of the government demonetization policy and other act. Real estate development is on high and it is attracting the focus of the industry towards construction. Our running project is "Purab Manor" at Bangalore. Yours Directors are quite hopeful for the success of the project as well and will earn excellent earning out of it.

3. DIVIDEND Your Directors do not recommend any dividend for the Financial Year 2017-2018.

4. TRANSFER TO RESERVES The Company has not transferred any amount to the Reserves for the Financial Year 2017-2018

5. TRANSFER OF UNPAID AND UNCLAIMED AMOUNT TO IEPF

Pursuant to the provisions of Section 124(5) of the Companies Act, 2013, dividend and Refund of Share application Money due for refund which remains unpaid or unclaimed for a period of seven years from the date of its transfer to unpaid dividend/ unclaimed account is required to be transferred by the Company to Investor Education and Protection Fund (IEPF), established by the Central Government under the provisions of Section 125 of the Companies Act, 2013. During the year, no amount was due for transfer to IEPF.

6. CHANGES IN THE NATURE OF BUSINESS

There has been no change in the nature of the business of the Company during the Financial Year 2017-2018.

7. MATERIAL CHANGES AND COMMITMENTS

There were no material changes and commitments that occurred subsequent to the end of the financial year till the date of this report, which affects the financial position of the Company.

8. CHANGE IN SHARE CAPITAL

There is no change in share capital structure of the Company during the financial Year 2017-2018.

9. HUMAN RESOURCES DEVELOPMENT

The Company has continuously adopted structures that help attract best external talent and promote internal talent to higher roles and responsibilities. KMF's people centric focus providing an open work environment fostering continuous improvement and development helped several employees realize their career aspirations during the year.

Company's Health and Safety Policy commits to provide a healthy and safe work environment to all employees. The Company's progressive workforce policies and benefits, various employee engagement

And welfare initiatives have addressed stress management, promoted work life balance.

10. SUBSIDIARY COMPANIES

The Company does not have any Subsidiary Company.

11. CORPORATE GOVERNANCE REPORT

The Company is committed to observe good corporate governance practices. The report on Corporate Governance for the financial year ended March 31, 2018, as per regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms a part of this Annual Report. The requisite Certificate from the Statutory Auditors of the Company confirming compliance with the conditions of Corporate Governance is annexed to this Report.

12. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis forms a part of this annual report and is annexed to this report.

13. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement of Section 134(5) the Act, and based on the representations received from the management, the directors hereby confirm that:

- In the preparation of the annual accounts for the financial year 2017-18, the applicable accounting standards have been followed and there are no material departures;
- They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the financial year;
- They have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Act. They Confirm that there are adequate systems and controls for safeguarding