





# SENIOR CITIZENS' INDEPENDENT VILLAS

## Harmonia

SENIOR LIVING FROM LANCOR AT SRIPERUMBUDUR



Sri Swarna Mahalakshmi Temple



Lounge



Fitness Centre



Restaurant



In-Patient Room



Emergency Assistance



Shuttle Service



Multipurpose Hall



Unwind-Club House

- A Wholesome World** • Swarna Mahalakshmi Temple • Kitchen / Restaurant / Dining Hall • Onsite Manager **Medical Centre** • First Aid Centre
- 24/7 Nurse Station • Doctors on Call • Ambulance Service **A Safe Haven** • Fully Gated Community • 24/7 Security with Guards • CCTV Network
- Emergency Alarm **Efficiency At Work** • Common Area Maintenance • Housekeeping Service • Garbage Collection • Plumbers and Electricians
- At Your Service** • Power Backup for Light Loads • Supermarket • Scheduled Shuttle Service **Rest & Relax** • Landscaped Garden
- Ample Walking Space • Library with Computer Access **For The Game** • Open Air Activity Centre with Coach • Yoga Teacher
- Gym and Fitness Centre • Swimming Pool with Coach • Badminton Court • Tennis Court

HARMONIA, SRIPERUMBUDUR.

**BOARD OF DIRECTORS**

Sl. No	DIN	Name of the Directors	Designation
01.	00259129	Mr. R.V. Shekar	Chairman, Non - Executive
02.	01773791	Mr. S. Sridharan	Non – Executive & Non – Independent
03.	02025846	Mr. N.Vasudevan	Additional - Non – Executive & Non - Independent
04.	02862293	Mr. S.Kamalesh	Additional Non – Executive & Independent
05.	08217157	Dr.Gowri Ramachandran	Additional Non – Executive & Independent
06.	08400170	Mr. M.Hariharan	Additional Non – Executive & Independent
07.	08453883	Mr. K.Harishankar	Additional Non – Executive & Independent

**KEY MANAGERIAL PERSONNEL**

Sl. No	Name of the Person	Designation
01.	Mrs. Mallika Ravi	Chief Executive Officer
02.	Mr K. Prakash	Chief Financial Officer
03.	Dr.V.Rajesh	Company Secretary and Compliance Officer (Till 27th October, 2018)
04.	Mr. B.Vignesh Ram	Company Secretary and Compliance Officer (From 28th October, 2018 till date)

**BOARD COMMITTEES****AUDIT COMMITTEE**

S.No	Name of the Person	Designation
01.	Mr. M.Hariharan	Chairman cum member
02.	Mr. S.Kamalesh	Member
03.	Dr.Gowri Ramachandran	Member

**STAKE HOLDERS RELATIONSHIP COMMITTEE**

S.No	Name of the Person	Designation
01.	Mr. M.Hariharan	Chairman cum member
02.	Mr. S.Kamalesh	Member
03.	Dr.Gowri Ramachandran	Member

**NOMINATION AND REMUNERATION COMMITTEE**

S.No	Name of the Person	Designation
01.	Dr.Gowri Ramachandran	Chairman cum member
02.	Mr. S.Kamalesh	Member
03.	Mr.M.Hariharan	Member

**CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

S.No	Name of the Person	Designation
01.	Dr.Gowri Ramachandran	Chairman cum member
02.	Mr. S.Kamalesh	Member
03.	Mr.M.Hariharan	Member

STATUTORY AUDITORS	SECRETARIAL AUDITORS	INTERNAL AUDITOR
<b>M/s. Nayan Parikh &amp; Co</b> Office No: 9, 2nd floor, Jain Chambers, 577, S.V. Road, Bandra (West), Mumbai - 400050	<b>A Mohan Kumar &amp; Associates</b> Practicing Company Secretaries Flat F 1, Sudarsan Apartments 72, VGP Selva Nagar Second Main road, Velachery Chennai 600 042.	<b>M/s. NVSRS &amp; Associates</b> Chartered Accountants C -15A, 2nd Floor, Gemini Parsn Complex, Kodambakkam High Road, Nungabakkam Chennai – 600 006

BANKERS AND FINANCIAL INSTITUTIONS		Registered Office
Sl. No	Name of the Bankers	<b>“VTN Square”, 2nd floor, No: 58,</b> G.N. Chetty Road, T. Nagar, Chennai – 600017.
01.	M/s. The Catholic Syrian Bank Limited	
02.	M/s. City Union Bank Limited	
03.	M/s. Axis Bank Limited	Share Transfer Agent (STA)
04.	M/s. Axis Finance Limited	<b>Cameo Corporate Services Limited,</b> “Subramanian Buildings” No: 1, Club House Road, Chennai – 600 002.
05.	M/s. State Bank of India	
06.	M/s. Kotak Mahindra Bank	

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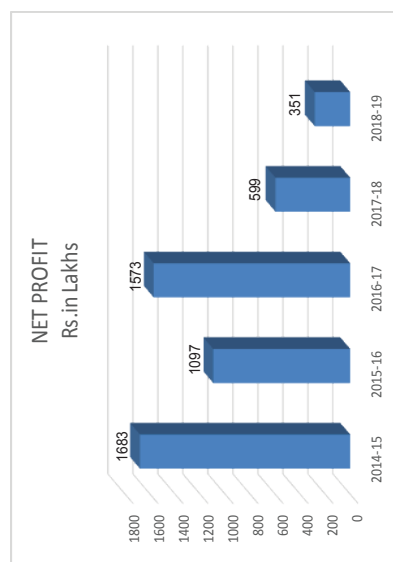
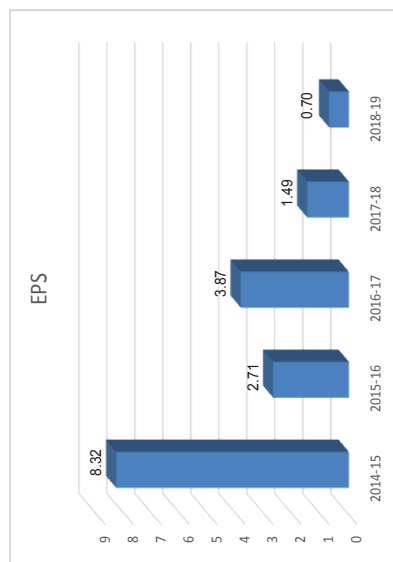


## MISSION STATEMENT

To create profitable developments with enduring value, distinguishing characteristics leading to high customer satisfaction, with full compliance to building standards, rules and regulations.

## FINANCIAL HIGHLIGHTS OF LANCOR HOLDINGS LIMITED, ITS SUBSIDIARIES AND INTEREST IN JOINT VENTURE – PARTNERSHIP FIRM (on consolidated basis)

FINANCIAL HIGHLIGHTS (On Consolidated basis)		(Amount in lakhs)				
S. No	PARTICULARS	2018 – 2019	2017 - 2018	2016 - 2017	2015 - 2016	2014 -2015
1	CONSTRUCTED AREA (SQ.FT)	1,17,719	1,10,226	45,573	1,51,596	3,36,759
2	CONSTRUCTED AREA LINKED TO SALES (SQ.FT)	1,54,856	1,17,140	95,809	1,41,968	2,97,908
3	INCOME FROM OPERATIONS	9208.89	7544.34	8272.13	7,402.80	12,931.06
4	TOTAL INCOME	9352.31	7707.34	8373.86	9,627.45	15,426.18
5	EBITDA	2942.66	2876.88	4224.51	3,753.58	5,385.15
6	INTEREST	2240.49	1969.29	2079.57	2,125.34	2,387.21
7	DEPRECIATION	189.50	206.01	271.85	249.70	326.60
8	TAX	227.64	102.42	300.07	270.59	966.36
9	NET PROFIT	285.03	578.76	1573.02	1,097.86	1,683.82
10	EQUITY SHARE CAPITAL	810.00	810.00	810.00	810.00	405.00
11	NETWORTH	16,626.60	16458.61	15951.37	14,355.68	13,745.26
12	TOTAL ASSETS	35,317.30	34470.04	33212.02	39,664.92	38,083.87
13	BOOK VALUE PER SHARE (Rs.)	41.06	40.64	39.39	35.45	67.88
14	TURNOVER PER SHARE (Rs.)	22.74	18.68	20.43	23.77	74.69
15	EARNINGS PER SHARE (Rs.)	0.70	1.49	3.87	2.71	8.32
16	EBITDA/GROSS TURNOVER (%)	31.95	38.03	51.07	38.99	35.6
17	ROCE (%)	10%	4%	10%	7%	12%



**DIRECTORS' REPORT TO THE MEMBERS**

**Dear Member(s),**

Your Directors have great pleasure in presenting the Thirty Fourth (34th) Annual Report on the business and operations of your Company together with Audited financial statement of the Company including consolidated financial statement of the Company for the financial year ended 31st March 2019 and the Auditors' report thereon.

**FINANCIAL SUMMARY AND HIGHLIGHTS**

	(Amount in lakhs)			
Particulars	Standalone		Consolidated	
	2018 - 19	2017-18	2018 - 19	2017-18
<b>Total Revenue</b>	<b>9380.11</b>	<b>7286.30</b>	<b>9352.31</b>	<b>7707.34</b>
<b>Expenditure</b>	8822.32	6633.57	8839.64	7026.17
<b>EBITDA</b>	<b>2948.05</b>	<b>2780.48</b>	<b>2942.66</b>	<b>2876.88</b>
<b>Interest</b>	2240.49	1969.29	2240.49	1969.29
<b>Depreciation</b>	149.77	158.46	189.50	206.10
<b>PBT or Profit/(Loss) before Tax</b>	<b>557.79</b>	<b>652.73</b>	<b>512.67</b>	<b>681.18</b>
<b>Tax</b>				
<b>Current tax</b>	119.90	147.89	112.47	154.64
<b>Deferred tax</b>	87.11	(62.39)	115.17	(52.22)
<b>PAT or Profit /(Loss) after tax</b>	<b>350.79</b>	<b>567.23</b>	<b>285.03</b>	<b>578.76</b>
<b>ADD: Other Comprehensive Income</b>	0.50	4.66	0.45	5.64
<b>LESS: Non - Controlling Interest</b>	0.00	0.00	(0.41)	0.09
<b>Total Comprehensive Income</b>	<b>351.29</b>	<b>571.89</b>	<b>285.89</b>	<b>584.31</b>
<b>ADD: Balance Brought from FY</b>	11948.39	11473.99	12618.81	12131.99
<b>Available for appropriation</b>	12299.68	12045.88	12904.70	12716.60
<b>LESS: Dividend</b>	81.00	81.00	81.00	81.00
<b>LESS: Tax on Dividend</b>	16.49	16.49	16.49	16.49
<b>Balance Carried to Balance sheet</b>	12202.19	11948.39	12807.22	12618.81

**FINANCIAL OVERVIEW  
STANDALONE**

During the financial year 2018-19, the company on a standalone basis, registered a total revenue of Rs.9,380 lakhs as compared to Rs.7,286 lakhs in the previous year, an increase of 29% year to year basis. The increase in the real estate income in turn improved the projects contribution. The overall revenue has increased by 29% of which real estate income has grown by 35%. Despite major slow down in the real estate industry across the country, your company has achieved an increase of 29% on revenue stream.



## **CONSOLIDATED**

During the financial year 2018-19, the Company on a consolidated basis, registered a total revenues of Rs. 9352 lakhs as compared to Rs. 7707 lakhs in the previous year, an increase of 21% year on year. The overall revenue has increased by 21% which mainly due to increase in the income from real estate development. Despite major slow down in the real estate industry across the country, your company has achieved an increase of 21% on revenue.

## **BUSINESS OUTLOOK FOR LANCOR HOLDINGS LIMITED, ITS SUBSIDIARIES AND ASSOCIATE BUSINESS OVERVIEW**

During the year under review there was no change in the nature of Business of the Company. The Company is engaged in the Business of developing the commercial and residential properties.

There are no changes in the Subsidiaries of the Company or Associate Companies. There are three subsidiaries for the Company. Viz. the following

- i. M/s. Lancor Maintenance and Services Limited
- ii. M/s. Lancor Egatoor Developments Limited
- iii. M/s. Lancor South Chennai Developments Limited.

## **MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF REPORT:**

There has been no material changes and commitment effecting the financial position of the Company between the end of the financial year and the date of the report.

## **DIVIDEND**

The Board of Directors at its meeting held on 05th June, 2019 recommended a final dividend of Rs.0.20 paise per equity share (i.e 10% on Equity Paid up capital), which is subject to the approval of the members at the ensuing Annual General Meeting of the Company for the financial Year ended 31st March, 2019.

The total dividend is estimated for the current year(excluding divided distribution tax) is Rs.81 Lakhs.

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

The Corporate Social Responsibility activities of the Company are routed through the "LANCOR FOUNDATION". During the year under review there were no projects for the outlay of the CSR funds. Hence, the company shall spend the unspent amount in the succeeding Financial Years.

The Corporate Social Responsibility Committee was reconstituted on 05th June. 2019 and the newly constituted Committee Will in robust manner shall engage in identification of CSR projects and shall ensure the CSR activities of the Company are duly adhered with the provision of the legislation and the CSR policy of the Company.

## **BOARD OF DIRECTORS AND ITS COMMITTEES**

### **A. Composition of the Board of Directors**

During the year under review there was a change in the composition of the Board. Three Independent Directors of the Company Viz. Mr S.V.Venkatesan, Mr. T.P.Raman and Mr.R.Sankaranarayanan resigned from the Board on 30th March, 2019 citing personal reasons. Subsequently, there arose a casual vacancy in the Board on account of resignation of the Independent Directors of the Company. The Board took steps in filling the causal vacancies and identified Mr. M.Hariharan, Mr. N.Vasudevan, Mr. K.Harishankar, Mr. S.Kamalesh and Dr.Gowri Ramachandran.

Mr. M.Hariharan and Mr. N.Vasudevan were appointed as the Additional Directors of the Company with effect 29th March, 2019 and Mr. K.Harishankar, Mr. S.Kamalesh and Dr. Gowri Ramachandran were appointed as the Additional Directors of the Company in the meeting held on 5th June, 2019. Consequent to the appointment of these Directors in the Board the Committees of the Board were reconstituted. Thus the composition of the Board of Directors are in compliance with regulation

17(1)(b) of SEBI (Listing Obligations and Disclosure Obligations) Regulations 2015 and Section 149 of the Companies Act, 2013.

The Company has received necessary declarations from the Independent Directors under Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as specified in Section 149(6) of the Companies Act, 2013 and as per Regulation of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

## **B. Meetings**

The Board of Directors duly met Six (06) times during the year, the details of which are given in the Corporate Governance report that forms part of this annual report. In respect of all such meetings proper notices were given and the proceedings were properly recorded and signed in the minutes' book maintained for the purpose. The intervening gap between any two meetings was within the period prescribed under the Companies Act, 2013.

In accordance with the provisions of the Companies Act, 2013, a separate meeting of the Independent Directors of the Company was held on 11th February, 2019.

## **C. Re-appointment of Director Retiring by Rotation**

In terms of Section 152 of the Companies Act, 2013, Mr S Sridharan(DIN-01773791) liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board of Directors based on the recommendation of Nomination, Remuneration and Governance Committee, has recommended the re-appointment of Mr. S. Sridharan (DIN-01773791) retiring by rotation.

Brief resume of the Director proposed to be re-appointed has been provided in the note to the Notice convening the Annual General Meeting. Specific information about the nature of his expertise in specific functional areas and the names of the companies in which he held Directorship and membership / chairmanship of the Board Committees as per regulation 26 (4) of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 have also been included.

## **D. Committees of the Board**

The constitution and terms of reference of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee were also aligned with the requirements of regulations 18 to 22 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and the Companies Act, 2013. The Company has also constituted Corporate Social Responsibility Committee.

A detailed note on the Committees of the Board of Directors is given in the Corporate Governance Report forming part of the Annual Report.

## **E. Performance Evaluation**

Section 134 of the Companies Act, 2013 states that formal evaluation needs to be made by the Board, of its own performance and that of its committees and the individual Directors. Schedule IV of the Companies Act, 2013 and regulation 17(10) of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors excluding the Directors being evaluated.

Pursuant to the provisions of section 134 (3)(p) of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the Board has carried out an evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

## **F. Directors' Responsibility Statement**

In terms of the requirements of Section 134(5) of the Companies Act, 2013, we, on behalf of the Board of Directors, hereby confirm that:

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