

ANNUAL REPORT 16-17



MANJEERA
Life Elevated



**MOVING
OUR VISION
FORWARD**



CHAIRMAN'S MESSAGE

Dear Shareholders,

My warm greetings to you!

It gives me immense pleasure to be connecting with you again from our modern office at Manjeera Trinity Corporate.

The financial year 2016-17 has been a landmark year for the Indian economy. The year was marked by important developments in the Indian economy, which witnessed a wave of significant reforms and policy initiatives that will have a far reaching impact on the Indian real estate sector.

Regulations like Real Estate Regulatory Authority (RERA) and GST have become a reality, bringing about a profound transformation that would give a huge fillip to the housing sector in the country. The positive reforms set in motion by the government will steer the realty sector toward a more transparent, accountable and compliant era.

The government's thrust on affordable-housing and housing-for-all will lead to robust growth, opening up additional avenues for the organised players. The pace of continued urbanisation, rising household incomes, affordable credit and a burgeoning middle class would continue contributing to the real-estate growth story. The optimism around Real Estate Investment Trusts (REITs) to infuse capital will change the industry dynamics. With the changing policy, landscape over the last couple of years and a host of new measures being introduced, the real estate industry is heading for a paradigm shift.

Operational Performance Review

Your Company on a standalone basis has achieved a turnover of Rs. 4714.48 Lacs and the net profit after tax stood at Rs.167.19 Lacs. The performance on a consolidated basis is impacted as the property of Mall is mostly retained, and only rents are received by the subsidiary Company.

The performance on Manjeera Mall has been quite gratifying. Manjeera Trinity Corporate has exceedingly done well in terms of occupancy. The growth in the absorption of office space augurs well for residential accommodation as well. The trend is good for the next couple of years. The Purple Town project has made significant progress.

However, I am quite optimistic about the performance of the company going forward. We are constantly aligning ourselves to the sweeping changes around us in terms of industry dynamics, innovation and requirements. Considering the pace of change around us, we challenged ourselves over the last few years to re-evaluate our strengths and recalibrate our strategies to stay ever-

relevant to our stakeholders. I firmly believe that Manjeera is undergoing a transformation for the better and we will deliver to our shareholders a stronger future, based on the foundation of our past.

Our commitment to our clients

The business of the Company is firmly focused on improved execution efficiencies, cost competitiveness and better services to existing and potential customers.

The key aspects of the business philosophy of Manjeera group are on projects with clear titles, transparency in transactions, on-time delivery, value for money; cost competitiveness, high-quality standards with a focus on best in class Healthy Safety Environment. Integrated strengths coupled with the experienced and highly skilled work force, are the key enablers in delivering critical and complex projects.

Manjeera Group has managed to create several landmark projects in residential, commercial, retail and hospitality sectors. The projects developed by the Company mostly to cater the middle and upper middle groups.

Entering and exploring new geographies

Having made its mark in the city of its birth, Manjeera has now expanded into other cities like Bengaluru, Vijayawada, Rajahmundry and Bhubaneswar.

Our Residential Project at Vijayawada, **Manjeera Monarch**, a 567 apartment blocks with 8.5 lakh sq. ft built up area is progressing fast and scheduled to be ready by 2019. The project is a trend setter and has been pre-certified by IGBC with Gold Rating. The project harnesses non-conventional energy in the form of solar power for common areas,

Your Company as a member of the Consortium jointly with one of its group Company, "Manjeera Hotels and Resorts Private Limited" has incorporated a special purpose vehicle (SPV) namely Manjeera Hospitality (Rajahmundry) Private Limited in September, 2016 with the sole objective to develop Convention cum Exhibition Centre, Hotel and Mall & Multiplex in line with the terms of the Concession Agreement, executed with APTDC, in the city of Rajahmundry, Andhra Pradesh. The work has commenced and the project is under implementation.

Our HR Initiatives and governance

In our governance structure we develop the skills of our employees and their capacities for advancement. Our organisation and the employees have developed a governance

structure of strong interdependencies with each other and support an atmosphere of strong commitment and collaboration in our pursuit of high quality and long term growth.

The efforts put in by the Company's executives, staff and workers have enabled us to achieve significant results under demanding circumstances. To ensure a sustainable contribution of the employees and a continuous growth, we are considering implementation of active measures to reduce the average age of the employee resources. This will foster more focus and team spirit amongst the employees. The company has now moved to a new, modern and spacious office space resulting in a good working atmosphere.

Looking ahead with optimism

Our business plan is to dedicate our mid-term and long-term strategy to focus on residential projects, especially on affordable housing. We are committed to building goodwill amongst our customers and stakeholders and elevating the lives of our customers.

We will remain focused, as always on the fundamentals of performance, maximizing productivity, optimizing costs, and monetizing non-key assets. ERP implementation has been successfully completed and is live now.

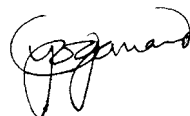
All our practices and processes have helped strengthen our bond with our stakeholders, including our employees, and also helped us build immense trust as a brand.

Thanks to our efforts, we have achieved numerous milestones during our journey, and today we have set the benchmark for quality in the industry. We are also flexible enough to continuously align ourselves with the changing market trends and offer customised products to ensure the highest level of customer satisfaction.

I would like to thank our management and all our employees individually and collectively for achieving our objectives.

I would like to thank you all my fellow shareholders, for your continued support and trust in us, let us grow together and construct a great future for ourselves and the economy.

Best wishes



G Yoganand
Chairman and MD



RECENTLY COMPLETED PROJECTS

MANJEERA
TRINITY
CORPORATE

MANJEERA
DIAMOND
TOWERS




MANJEERA
MALL



MANJEERA
TRINITY
HOMES

MANJEERA
majestic
HOMES

MANJEERA
majestic
COMMERCIAL



**ON GOING
PROJECTS**



**Purple
town**
premium villas from Manjeera



Manjeera Monarch, Vijayawada Project

BOARD OF DIRECTORS

Mr. G. Yoganand
Managing Director

Mr. K. Krishna Murty
Independent Director

Mr. DLS Sreshti
Independent Director

Mrs. G. Padmaja
Director

Mrs. Sucharitra Sahoo
Company Secretary & Compliance Officer

Audit Committee

Mr. DLS Sreshti
Mr. K. Krishna Murty
Mrs. G. Padmaja

Nomination & Remuneration Committee

Mr. DLS Sreshti
Mr. K. Krishna Murty
Mrs. G. Padmaja

Stakeholders Relationship Committee

Mr. K. Krishna Murty
Mr. DLS Sreshti

Statutory Auditors

M/s. A K Sabat & Co.,
Chartered Accountants,
Hyderabad

Principal Banker

Oriental Bank of Commerce

Registered Office

#711, Manjeera Trinity Corporate,
Besides Manjeera Mall,
JNTU-Hitech City Road,
Kukatpally, Hyderabad - 500072
Ph: +91-40-66479647 / 66479664
Email: manjeera_group@yahoo.com
Website: www.manjeera.com

Registrar & Share Transfer Agents

M/s. XL Softech Systems Limited
Plot No. 3, Sagar Society, Banjara Hills
Road No. 2, Hyderabad - 500034
Ph: +91-40-23545913/14/15
Fax: +91-40-23553214
Email: xlfield@gmail.com
Website: www.xlsoftech.com
Contact Person: Mr. Ram Prasad

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Notice to Members

Notice is hereby given that the 30th Annual General Meeting of the Members of “**Manjeera Constructions Ltd**” will be held on Friday, the 29th September, 2017 at 9.30 a.m. at Hotel Aditya Park, Ameerpet, Hyderabad - 500038 to transact the following business:

ORDINARY BUSINESS:

Item No.1 – Adoption of Financial Statements

To consider and adopt the Audited Financial Statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors (“the Board”) and Statutory Auditors thereon.

Item No.2 – Appointment of Mrs. G Padmaja as a Director liable to retire by rotation

To appoint Director in place of Mrs. G Padmaja (DIN: 02231720), who retires by rotation and being eligible to offer herself for reappointment.

Item No. 3 – Appointment of Statutory Auditors

To appoint the Statutory Auditors of the Company, and to fix their remuneration.

Explanation: The Companies Act, 2013 (“the Act”) was notified effective April 1, 2014 and Section 139 of the Act lays down the criteria for appointment and mandatory rotation of statutory auditors. Pursuant to Section 139 of the Companies Act, 2013 and Rules made there under, it is mandatory to rotate the Statutory Auditors on completion of two terms of five consecutive years. The Rules also lay down the transitional period that can be served by the existing auditors depending on the number of consecutive years for which an audit firm has been functioning as auditor in the same Company.

The existing auditors, M/s. A.K Sabat & Co., Chartered Accountants (Firm Registration No: 321012E) have served the Company for over 10 years before the Act was notified and will be completing the maximum number of transitional period (three years) at the ensuing 30th AGM.

On the recommendations of the Audit committee , the Board in their meeting held on 28th August, 2017 has approved and recommended the appointment of M/s. M. Bhaskara Rao & Co, Chartered Accountants (Firm Registration No. FRN-0004595) as the new Statutory Auditors of the Company subject to the approval of the Members. M/s. M. Bhaskara Rao & Co. will hold office for a period of three consecutive years from the conclusion of this 30th Annual General Meeting of the Company till the conclusion of the 33rd Annual general Meeting to be held on 2020.

“RESOLVED THAT pursuant to section 139,142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force) and considering the recommendations of the Audit Committee and subject to the approval of the Members of the Company, M/s M. Bhaskara Rao & Co. (Firm Registration No. FRN- 0004595) be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a term of 3 years from the conclusion of this 30th Annual General Meeting (“AGM”) till the conclusion of 33rd AGM of the Company, subject to ratification of the said appointment at every intervening AGM held after this AGM, on such remuneration including out of pocket expenses and other expenses as may be mutually agreed by and between the Board of Directors in consultation with the Auditors.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized for and on behalf of the Company to file all necessary forms with the Registrar of Companies and to take all necessary steps and to do all such acts , deeds, matters and things which may be deemed necessary for giving effect to the above resolution.

SPECIAL BUSINESS:

Item No.4. Borrowing powers of the Board

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and in supersession of the Special Resolution passed by the Members at their Annual General Meeting on 30th September, 2015 the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company, for borrowing (in any form including guarantees) from time to time, for the purpose of the Company’s business, any sum or sums of money, as it may deem proper, on such terms and conditions, and with or without security, notwithstanding that the moneys to be borrowed together with the moneys already borrowed by the Company, if any (apart from temporary loans obtained or to be obtained from the Company’s Bankers in the ordinary course of business), may exceed the aggregate, for the time being, of the paid-up capital and its free reserves (that is to say, reserves not set apart for any specific purpose), provided that the total amount of money / moneys so borrowed or to be borrowed by the Board shall not at any time exceed Rs. 700 Crores .”

Item No.5. Creation of Charge on the assets of the Company

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

“RESOLVED THAT pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and in supersession of the earlier Resolution passed by the Members at their Annual General Meeting on 30th September, 2015, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to mortgage / pledge / hypothecate / assign and / or charge, all or any movable / immovable properties (or any interest therein) both present and future , of the Company for securing the financial facilities / limits to be availed by the Company / its subsidiaries/ associates from time to time from any Bank, Financial Institution/s, Corporate Bodies or any other person(s) in the form of Loans, Inter Corporate Deposits, Debentures, Guarantees or by way of any other instruments by whatever name called together with interest, costs, charges, expenses, and any other moneys payable by the Company subject to the limits approved under section 180 (1) (c) of the Companies Act, 2013.”

By order of the Board of Directors
Manjeera Constructions Limited

Place: Hyderabad
Date: 28.08.2017

Sucharitra Sahoo
Company Secretary
(ACS-37587)

Route map of the venue for AGM

