



MANJEERA
Life Elevated

**DELIVERING PERFORMANCE
THAT RANKS HIGH ON QUALITY.**



From the Chairman's & Managing Director

Dear Shareholders,

I warmly welcome you to the 35th Annual General Meeting of your Company.

The past couple of years has been one of the most challenging and uncertain times experienced across the globe. As we continue to emerge out of this phase, I hope all of you and your loved ones continue to be safe and well.

Operational Performance Review

I am happy to inform you that, despite the hardships faced in the recent past, your Company exhibited strong resilience during this challenging phase and has come out even stronger, delivering a strong performance across all key parameters during the fiscal.

- Revenue from operations on a standalone basis increased to Rs. 4033.12 Lakhs as against Rs. 3132.25 Lakhs in the previous year - an increase of 28.76%.
- Cost of goods sold as a percentage to revenue from operation decreased by 14% as against 14% increase in the previous year.
- Employee cost as percentage to revenue from operations decreased to 3.85% (Rs.155.15lakhs) as against 5.27% (Rs.165.05 Lakhs) in the previous year.
- The Profit/(Loss) after Tax for the current year is Rs.65.44 Lakhs as against (Rs.763.94) Lakhs in the previous year.
- On a consolidated basis, the Company, its subsidiaries and associate Companies, achieved operating revenue of Rs. 9804.16Lakhs as against Rs. 6354.65Lakhs.

Our Projects & Performance

The year under review has seen improvement in turnover / business activity though the impact of second wave of COVID 19 Pandemic was felt through the first and second quarters of the Financial Year. The 2nd wave of COVID followed by the Russia-Ukraine crises have set in casting a spell on the economic activity revival. The impact is more conspicuous in construction / real estate sector – particularly commercial real estate space. However, your company could show an improved performance during 2021-22 compared to 2020-21. With the things starting to see normalcy from the effects of Pandemic, now Your Company has started to pursue the Project at Ongole (Villas / Apartments) with a few positive signals / trends in the project area.

The Company has obtained all required approvals from the concerned authorities to develop apartment complexes by name "Newyork" at "Allasandra" near Yalahanka in Bangalore City on development basis. The project involves development of 5.61 Lakh SFT of total area tentatively (including the land owners share). The preliminary works have started and NOCs from various departments received. Approval from Local Municipal Corporation is received. Detailed Design Coordination for Architectural and structural engineering is in progress. Approvals from RERA have been received.

The work on the project called “Lake City” at Hafeezpet, Hyderabad, through its associate (Vasavi Realtors LLP) has been progressing and it is expected to achieve faster pace during the year. The project involves development of residential apartments for a total area of about 30 Lakhs SFT.

The Company has also been successful in acquiring a piece of land admeasuring 2.92 Acres in Khanamet, Near Hitech City and in Ameenpur through online auction conducted by Telangana State Government. The acquisition is meant for a residential complex to be developed and it is being pursued for completing the formalities related to land acquisition and to take up all the works connected with the approvals and planning for the project.

Our Strengths

Manjeera continued to solidify its presence as a brand known for its commitment to quality and timely delivery. The company adapted and evolved while staying strongly grounded on its values and purpose.

Over the years, we have always kept a close eye on trends within the sector that reflected changing customer lifestyles and expectations. Our capabilities and visions have drastically improved and we have continuously strived to stay up-to-date.

Manjeera’s unwavering focus on technology, sustainability, quality and an inclusive work culture has enabled us to embrace every challenge and capitalize on it.

Our projects are always aligned with our customers’ needs, and our ability to foresee opportunities across market segments helps us to strategically scale-up our business and thereby create strong and enduring value for all our stakeholders.

Safety, Health and Environment

SAFETY IS FIRST Safety is integrated into Manjeera’s way of working and is an integral component of day-to-day activities, be they in the offices, on sites, or in factories. Continuous efforts are made to raise awareness and understanding of the value of safety and health practices across the organization. A systematic approach to finding and fixing hazards in the workplace forms a part of these programmes.

Complying with these three cardinal principles of Safety, Health and Environment are at the very heart of our business philosophy.

CSR Activities

We believe that a successful organisation looks beyond business horizons. Through our not-for-profit trust organisation, ‘Vasavi Foundation for Empowerment’ your company is working on empowering people through education, employment and entrepreneurship, by providing financial support for education, employment, skill development and talent development.

Manjeera has always looked well beyond its business concerns when it comes to serving society. In difficult and testing times like these, it is all the more an important priority for us. Our community outreach efforts include various philanthropic programs.

Employee Welfare

Manjeera’s real strength lies in the commitment and quality of its people. With that in view, your company continues to engage in various employee welfare initiatives to boost their morale and keep them committed to their work in a positive frame of mind.

Manjeera’s HR philosophy seeks to establish, build and retain a strong performance and competency-driven culture with a high degree of accountability and responsibility.

We focus on creating an environment that enhance our employees’ sense of pride in what they are doing, thereby leading to higher efficiency and productivity. Manjeera’s HR policies and systems are designed to motivate its workers to innovate and apply new ideas, so as to achieve significant improvements in both

size and scale of its operations. They are given every opportunity to grow and prosper in their lives. Your company’s Industrial Relations remained stable throughout FY 2021-22.

Along with my Leadership team, I sincerely thank our Board Members, customers, shareholders, business associates, suppliers and all other stakeholders for the trust they have reposed in us all the way.

As we foray into the future, Manjeera will only strengthen its leadership with greater focus on internal and external processes and systems, continuing to move ahead on a journey of relentless execution and performance on a strong footing.

With my best wishes to all of you

G Yoganand
Chairman and MD

Completed Projects

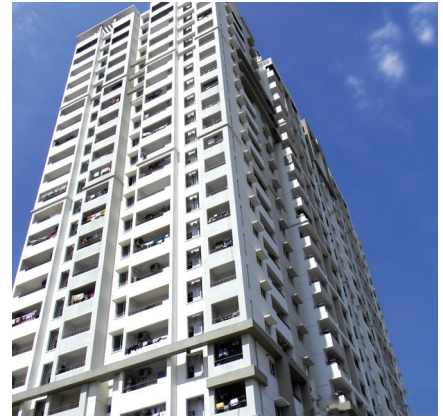


**Manjeera Sarovar
Premier Hotel**

MANJEERA
majestic
HOMES



MANJEERA
TRINITY
HOMES



MANJEERA
majestic
COMMERCIAL



**Purple
town**
premium villas from Manjeera

**Manjeera International
Convention Centre**



Ongoing Projects



Vasavi Lake City, Hafeezpet



Manjeera Blue, Ongole



Manjeera Monarch, Vijayawada



Newyork by Manjeera, Bangalore

Upcoming Projects



Trump Towers, Hyderabad



Tuscany, Zheerabad

Board of Directors

Mr. G. Yoganand
Chairman & Managing Director

Mr. K. Krishna Murty
Independent Director

Mr. DLS Sreshti
Independent Director

Mr. Sudhakar Gande
Independent Director

Mr. G. Vivekanand
Director

Ms. G. Veena
Director

Mr. Krishna Gokeda
Chief Financial Officer (CFO)
(upto 21.05.2022)

Mr. CH N V Rambabu
Company Secretary & Compliance Officer
(Upto 02.08.2022)

Mr. Sudhir Kilaru
Chief Financial Officer (CFO)
(w.e.f 12.08.2022)

Mr. Narsimha A. Mettu
Company Secretary & Compliance Officer
(w.e.f 12.08.2022)

Audit Committee

Mr. DLS Sreshti
Mr. K. Krishna Murty
Mr. Sudhakar Gande
Ms. G. Veena

Nomination & Remuneration Committee

Mr. DLS Sreshti
Mr. K. Krishna Murty
Ms. G. Veena

Stakeholders Relationship Committee

Mr. K. Krishna Murty
Mr. DLS Sreshti
Ms. G. Veena

Corporate Social Responsibility Committee

Mr. K. Krishna Murty
Mr. DLS Sreshti
Mr. G. Yoganand

Statutory Auditors

M/s. M. Bhaskara Rao & Co.,
Chartered Accountants,
Hyderabad

Secretarial Auditor

R & A Associates
Company Secretaries, Hyderabad

Principal Banker

Punjab National Bank

Registered Office

#711, Manjeera Trinity Corporate,
JNTU-Hitech City Road,
Kukatpally, Hyderabad-500072
Ph: +91-40-66479600 / 66479647
Email: cs@manjeera.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 35th Annual General Meeting of the Members of “**Manjeera Constructions Ltd**” will be held on Friday, 30th September, 2022 at 10.00 A.M through Video Conferencing (VC) facility/Other Audio Visual Means (OAVM) at the Registered Office of the Company to transact the following business:

ORDINARY BUSINESS

Item No. 1 – Adoption of Financial Statements

To consider and adopt:

- a. Audited Financial Statements of the Company for the Financial Year ended March 31st, 2022 together with reports of the Board of Directors (“the Board”) and Statutory Auditors thereon.
- b. Audited Consolidated Financial Statements of the Company for the Financial Year 31st March 2022 together with the reports of Statutory Auditors thereon.

Item No. 2 – Re-Appointment of Mr. Gajjala Vivekanand, Director of the Company liable to retire by rotation

To consider the reappointment of Mr. Gajjala Vivekanand, who retires by rotation and being eligible, offers himself for re-appointment as a Director and in this regard, pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the rules made thereunder (including any statutory modifications or reenactments made thereof for the time being in force), Mr. Gajjala Vivekanand (**DIN: 02872026**), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

By order of the Board of Directors

Manjeera Constructions Ltd

Narsimha A. Mettu

Company Secretary

(ACS-54840)

Place : Hyderabad

Date : 12.08.2022

NOTES

- 1) The statement pursuant to Section 102(1) of the Companies Act, 2013 and the Rules made thereunder in respect of the special business set out in the notice, Secretarial Standard on General Meetings (SS-2), wherever applicable, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations) wherever applicable, are annexed hereto.
- 2) In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its general circular bearing number 2/2022 dated May 5, 2022 read with circulars dated May 5, 2020, January 13, 2021, December 08, 2021 and December 14, 2021 (collectively referred to as “MCA Circulars”) permitted the holding of the AGM through VC / OAVM, without the physical presence of the members at a common venue. Further, Securities and Exchange Board of India (“SEBI”) vide its Circular dated May 13, 2022 read with circulars dated January 15, 2021 and May 12, 2020 (“SEBI Circulars”) has also granted certain relaxations in line with the above said MCA Circulars. In compliance with the provisions of the Companies Act, 2013 (“the Act”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) and MCA Circulars, the 35th AGM of the Company is being held through VC / OAVM on Friday, 30th September, 2022 at 10.00 A.M. (IST). The deemed venue for the AGM shall be the Registered Office of the Company.
- 3) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended) and the Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-voting to its members in respect of the business to be transacted in the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (“CDSL”) for facilitating voting through electronic means, as an authorized agency. The facility of casting votes by a member using remote e-voting system as well as voting on the day of the AGM will be provided by CDSL.
- 4) The Register of Members and Share Transfer Books of the Company shall remain closed from Friday, 23.09.2022 to Friday, 30.09.2022 (both days inclusive) in connection with the AGM.
- 5) Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and cast their votes through e-voting.
- 6) Since the AGM will be held through VC / OAVM, the route map is not annexed to this notice.
- 7) The members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the notice. The members will be able to view the proceedings on the CDSL's e-Voting

website at www.evotingindia.com. The detailed instructions for joining the meeting through VC / OAVM form part of the notes to this notice.

- 8) Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 9) In compliance with the aforesaid MCA and SEBI Circulars, notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those members whose email addresses are registered with the Company / Depositories. Members may note that the notice and Annual Report for the Financial Year 2021-22 will also be available on the Company's website <https://www.manjeera.com/investors.html>, website of the Stock Exchange i.e., BSE Limited and on the website of CDSL at [https:// www.evotingindia.com](https://www.evotingindia.com).
- 10) As per Regulation 40 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, M/s. XL Softech Systems Limited for assistance in this regard.
- 11) As per the provisions of Section 124(6) of the Act read with Rule 6 of 'Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amended Rules, 2017 ('the Rules'), all shares, in respect of which dividend has not been paid or claimed for seven consecutive years or more (relevant shares), were transferred by the Company to IEPF along with statement containing such details as directed by Ministry of Corporate Affairs from time to time
- 12) Retirement of Directors by rotation:
Mr. Gajjala Vivekanand, 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 the re-appointment of Mr. Gajjala Vivekanand as a Director, liable to retire by rotation.
- 13) The statutory registers including Register of Directors and Key Managerial Personnel and their shareholding, the Register of Contracts or Arrangements in which Directors are interested maintained under the Companies Act, 2013 and all other documents referred to in the notice will be available for inspection in electronic mode. Members who wish to inspect the register are requested to write to the Company by sending an e-mail to cs@manjeera.com or secretarial@manjeera.com
- 14) Members are requested to intimate the Registrar and Share Transfer Agents i.e., M/s. XL Softech Systems Limited (RTA), Plot No. 3, Sagar Society, Banjara Hills, Hyderabad - 500 034, immediately of any change in their address in respect of equity shares held in physical mode and to their Depository Participants (DPs) in respect of shares held in dematerialized form.
- 15) Pursuant to Section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in form no. SH-13, to the RTA of the company. Further, members desirous of cancelling/varying nomination pursuant to the Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in form no. SH-14, to the RTA of the company. These forms will be made available on request.
- 16) The Ministry of Corporate Affairs, Government of India has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of notice /documents including Annual Report can be sent by e-mail to its Members. In line with the Ministry's direction, your Company intends to send all future communication to members by e-mail including Notices, Annual Report etc., to the e-mail address you have already registered with your respective Depository Participants (DPs). In case you are yet to register your e-mail address, please update the same with your DP. Members holding shares in physical form may register their e-mail address either with the Company or with the Registrar & Share Transfer Agent (RTA) of the Company viz. **M/s. XL Softech Systems Limited, Hyderabad**. If the e-mail addresses are already registered with the respective DPs/RTA of the Company by the shareholders, it is requested to ensure that registered e-mail ids are current, operative and all the addressed correspondences are received through it.
- 17) All NRI Members of the Company are hereby requested to get their Indian Postal addresses, e-mail ids and bank details with their NRI/ NRE account nos. registered with their respective DPs/RTA of the Company, so as to facilitate to provide smooth, faster, cost effective and proper service to them by the Company.
- 18) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in 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/RTA.
- 19) All dividend remaining unclaimed/unpaid for a period of seven years from the date it became due for payment, has been transferred to the Investor Education and Protection Fund established by the Central Government.
- 20) Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The e-voting period will commence from 9.00 A.M. (IST) on 27.09.2022 and will end at 5.00 P.M. (IST) on 29.09.2022. During this period, members holding shares either in physical form or in dematerialized form, as on Thursday, September 22, 2022 i.e., cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Those members, who will be present in the AGM through VC / OAVM facility and have not cast