VKJ INFRADEVELOPERS LIMITED

10TH ANNUAL REPORT

FOR THE FINANCIAL YEAR 2018-2019



BOARD OF DIRECTORS

Mr. AMEER AHMAD	**WHOLE TIME DIRECTOR & CFO**
Mr. VINOD KUMAR	**INDEPENDENT DIRECTOR**
Mr. AGUSTEEN KACHHAP	**NON EXECUTIVE DIRECTOR**
Ms. TETAR DEVI	**INDEPENDENT DIRECTOR**

COMPLIANCE OFFICER — **Mr. AMEER AHMAD**

REGISTERED OFFICE — **B-32, U/G/F/B/S OFFICE NO.1, 1ST FLOOR, SUBHASH CHOWK, NEAR HIRA SWEETS, VIKAS MARG, LAXMI NAGAR NEW DELHI-110092**
Email: vkjinfradevelopers@yahoo.com
Website: www.vkjinfra.com

BANKERS — **UTKARSH SMALL FINANCE BANK PREET VIHAR, DELHI-110092**

STATUTORY AUDITORS

M/S. NISHANT ALOK & CO.,
CHARTERED ACCOUNTANTS
ADD: B-9, OPPOSITE RAJORI GARDEN POLICE STATION,
DDA MARKET, VISHAL ENCLAVE, DELHI-110027

REGISTRARS & SHARE TRANSFER AGENTS

MCS SHARE TRANSFER AGENT LIMITED
F-65, 1ST FLOOR, OKHLA INDUSTRIAL AREA,
PHASE-I, NEW DELHI-110020
PH: +91 11 41406148
EMAIL: ADMIN@MCSREGISTRARS.COM

CORPORATE IDENTITY NUMBER: L45400DL2010PLC200014

ANNUAL GENERAL MEETING

Day & Date	**: Tuesday, 24th September, 2019**
Time	**: 09:00 A.M**
Venue	**: Navkar Tirth Atisey, village Neelwal, Near Mahaviday Ksetra Ghervra More, Rohtak Road Delhi**

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NOTICE OF 10TH ANNUAL GENERAL MEETING

Notice is hereby given that 10th Annual General Meeting of **M/s. VKJ INFRADEVELOPERS LIMITED** will be held on Tuesday, 24th September, 2019 at 09:00 A.M at **Navkar Tirth Atisey Ksetra,Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi-110081** to transact the following businesses.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit & Loss Account, Balance sheet and Cash Flow for the year ended March 31, 2019 together with the Reports of the Board of Directors and the Auditors' thereon.

2. To Appoint a Director in place of **Mr. Agusteen Kachhap**, who retires by rotation and being eligible offer himself for re- appointment.

3. To ratify the appointment of **M/s. Nishant Alok & Co**., Chartered Accountants, as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next AGM and to fix their remuneration.

FOR VKJ INFRADEVELOPERS LIMITED

SD/

AGUSTEEN KACHHAP

DIRECTOR

DIN: 07628217

DATE: 24.08.2019

PLACE: DELHI

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE (ONLY ON POLL) INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE DULY COMPLETED AND SIGNED PROXY FORM SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.**

   A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. The Register of Directors and Key managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

3. Members holding shares in physical form are requested to notify change in address, if any, under their signatures to **MCS Share Transfer Agent Limited,** Address: F-65, 1st Floor, Okhla Industrial Area, Phase- I, New Delhi-110020, Ph: 011-41406149. Members holding shares in electronic form may update such details with their respective Depository Participants.

4. Pursuant to Section 91 of the Companies Act, 2013, The Share Transfer Books and Members Register of the Company will remain closed from 20.09.2019 to 23.09.2019 (both days inclusive).

5. Members seeking any information regarding accounts should write to the Company at least seven days before the date of the meeting so as to enable the management to keep the information ready.

6. All documents meant for inspection and referred in the accompanying Annual Report are open for inspection at the Registered Office of the Company during office hours between 11.00 am to 1.00 pm on all working days till the date of Annual General Meeting.

7. Members are required to bring their admission slip along-with copy of the Annual Report at the Annual General Meeting.

The instructions for shareholders voting electronically are as under: INSTRUCTIONS

1. Voting through electronic means

I. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules.2014 as substituted by the companies (Management and Administration) Amendment Rules, 2015 ('Amended

Rules 2015') and the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company is pleased to offer e-voting facility to the Members to cast their votes electronically on all resolutions set forth in the Notice convening the Annual General Meeting to be held on **Tuesday, 24th September, 2019 at 09:00 A.M. at Navkar Tirth, Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More,Rohtak Road, Delhi- 110081.** The Company has envisaged the Services of National Securities Depository Limited (NSDL) to provide e-voting facility.

II. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

III. The Facility for voting through ballot paper shall be 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.

IV. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

V. The remote e-voting period commences on 21st **September, 2019 (9:00 am) and ends on 23rd September, 2019 (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, 2019, 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 itsubsequently.

The process and manner for remote E- voting electronically are as under:-

A. In case a member receives an email from NSDL (for members whose email IDs are registered with the Company/Depository Participant(s) :

(i) Open email and open PDF file. The said PDF file contains your user ID and password For E-Voting.
Please note that the password is an initial password.

(ii) Launch internet browser by typing the following URL:https;//www.evoting.nsdl.com/

(iii) Click on shareholder-Login.

(iv) Put user ID and password as initial password noted in step (i) above. Click login.

(v) Password change menu appears. Change the password with new password of your choice. 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 e-voting opens, click on e-voting: Active Voting cycles.

(vii) Select "EVEN" Of **VKJ INFRADEVELOPERS 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.

(xi) Once you have voted on the resolution, you will not be allowed to modify your vote

(xii) Institutional & Corporate 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 **csshankartayal@gmail.com** with a copy marked to **evoting@nsdl.co.in.**

(xiii) In case a Member receives physical copy of the Notice of AGM (for members whose email IDs are not registered with the Depository Participant (s) or requesting physical copy] :

(i) Initial password is provided as below in the proxy form:

EVEN (Remote E-Voting Event number)	USER ID	PASSWORD

(ii) Please follow all steps from SI. No.(ii) to SI. No.(xii) above, to cast vote.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the downloads section of www.evoting.nsdl.com call on toll free no.: 1800-222-990.

VII. 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.

VIII. The e-voting period commences on 21st **September, 2019 (9:00 am) and ends on 23rd September, 2019 (5:00 pm).** During the period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **September 17th, 2019**, may cast their vote electronically in the manner and process set out herein above. The E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the shareholder shall not be allowed to change it subsequently. Further, the members who have cast their vote electronically shall not vote by way ballot form.

IX. 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 **September 17th, 2019.**

X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e. **September 17th, 2019**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. 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" option available on www.evoting.nsdl.com.

XI. 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 **September 17th, 2019** only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

XII. **Ms. Shankar Tayal**, Company Secretary, has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

XIII. The Chairman shall, at the AGM, 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 ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

XIV. The Scrutinizer shall after the conclusion of the e-voting at the AGM 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 AGM, 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.

XV. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company i.e. www.vkjinfra.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 (BSE).

FOR VKJ INFRADEVELOPERS LIMITED

SD/

AGUSTEEN KACHHAP

DIRECTOR
DIN: 07628217

DATE: 24.08.2019

PLACE: DELHI

ANNEXURE I TO THE NOTICE

Details of the directors proposed to be appointed / re-appointed as per clause 1.2.5 of Secretarial Standards on General Meeting and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name	Agusteen Kachhap
Age	60 Years
Qualifications	Graduate
Experience	14 Years
Terms and conditions of appointment including details of remuneration	Mr. Agusteen Kachhap holds the office as Non-Independent and Non- Executive Director of the Company. He will be entitled for remuneration as per the provisions of Companies Act, 2013 and as may be decided by the Board of Directors and approved by the members of the Company from time to time. Other terms and conditions are mentioned in the letter for appointment which is available for inspection by members on all working days except holidays from 11.00 a.m to 5.00 p.m at the registered office of the company.
Last drawn remuneration	Nil
Date of first appointment by the Board of Directors of the Company	31.01.2017
Shareholding in the Company	Nil
Relationship with other directors and Key Managerial of the Company	None
Number of meetings attended during the financial year 2018-19	6
Other directorship, membership / chairmanship of committees of other board	Amsons Apparels Limited 2021 Buildwell Projects Limited SSD Real Estate Developers Private limited
Justification for appointment of Independent Director	N.A
Performance evaluation report	N.A

DIRECTORS' REPORT

To,
The Members
VKJ Infradevelopers Limited

Your Directors have pleasure in presenting the 10h Annual Report on the business and operations of the Company together with the Audited Statement of Accounts and the Auditors' Report of your Company for the financial year ended, 31st March 2019.

FINANCIAL HIGHLIGHTS:

The summarized performance of the Company for the years 2018-19 and 2017-2018 is given below:

Particulars	For the Financial Year Ended	
	March 31, 2019 (in lakh)	March 31, 2018 (in lakh)
Total Income	28,75,065.00	31,941,453.50
Total Expenditure	27,63,788.55	31,300,835.80
Profit after Depreciation but before Tax	**111,276.45**	**640,617.70**
Less: Current Tax Deferred Tax	28,818.00	158,101.00
Profit From continuing Operations	**82458.45**	**482,516.70**
Profit/(Loss) from discontinuing operations	44,32,549.03	39,50,032.33
Profit / (Loss) After Tax	**45,15,007.48**	**44,32,549.03**

FINANCIAL PERFORMANCE

During the year under review, Your Company has recorded a total income of Rs. 28,75,065/- against Rs. 31,941,453.50/- in the previous year. Profit after taxation for the financial year ended on 31st March, 2019 is Rs. 45,15,007.48/- against Rs. 44,32,549.03/- in the previous year.

RESERVE AND SURPLUS

Profit of Rs. 45,15,007.48/- is being transferred to the reserve and surplus.

DIVIDEND

To Plough back the profits into the business, the Board of Directors has not declared any dividend during the year.

CHANGE IN THE NATURE OF BUSINESS

During the year, the Company has not changed its nature of business.

DEPOSITS:

The Company has not accepted deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014. No amount of principal or interest was outstanding as on the date of Balance Sheet.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR