

**BOARD OF DIRECTORS' REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2021**  
**Under Section 134(3) of the Companies Act, 2013**

**To,**  
**The Members**  
**Citicon Engineers Limited**

Your Directors have great pleasure in presenting the 22<sup>nd</sup> Annual Report on the business and operations of the Company together with the Audited Accounts and Auditors' Report for the financial year ended 31<sup>st</sup> March, 2021 containing the matters as required under section 134(3) of the Companies Act, 2013 (the Act) and Companies (Accounts) Rules, 2014 (the Rules).

**1. Highlights of the financial performance during the financial year:**

During the year under review, the highlights of the performance of your Company were as under: -

**Financial Performance:**

**(Amount in Rs.)**

Description	2020-21	2019-20
<b>Total Revenue</b>	<b>24,487,038.00</b>	<b>19,386,009.00</b>
<b>Total expenses</b>	<b>23,490,559.16</b>	<b>18,645,376.00</b>
Profit (Loss) before tax	996,478.84	740,633.00
Tax expense:		
(1) Current tax	167,673.00	145,734.00
(2) Deferred tax	87,896.00	41,450.00
<b>Profit (Loss) for the period</b>	<b>740,909.84</b>	<b>553,449.00</b>
<b>Earnings per Equity Shares (Basic and Diluted)</b>	<b>0.73</b>	<b>0.54</b>

**State of the Company's Affairs at the end of the year:**

<b>Description</b>	<b>2020-21</b>	<b>2019-20</b>
<b>I. EQUITY AND LIABILITIES</b>		
1- Shareholders' funds		
(a) Share Capital	10,180,000.00	10,180,000.00
(b) Reserves and Surplus	(32,761,946.22)	(33,502,856.06)
(c) Securities Premium	7,20,000.00	7,20,000.00
2- Non-current liabilities	8,16,262.00	(3,96,234.00)
3- Current liabilities	23,56,42,405.90	26,28,48,914.51
<b>TOTAL</b>	<b>21,45,96,721.68</b>	<b>23,98,49,824.45</b>
<b>II. ASSETS</b>		
1- Non-current assets	58,56,665.50	41,87,921.50
2- Current assets	20,87,40,056.18	23,56,61,902.95
<b>TOTAL</b>	<b>21,45,96,721.68</b>	<b>23,98,49,824.45</b>

**2. Operations:**

The Company was incorporated on 8<sup>th</sup> March, 1999 as a Company Limited by Shares. The Company is engaged in the Business of Real Estate, Construction and to carry on the Business of Builders, Developer and Contractors (Civil, Mechanical and Electrical). During the year under review, your company has achieved a total turnover of Rs. 243.88 Lacs as compared to Rs. 185.17 Lacs for the year ended 31st March, 2020. Your company

has earned Rs. 0.99 Lacs from non-operating sources in compare to Rs. 8.69 Lacs for the period ended 31<sup>st</sup> March, 2020. During the year under review, profit after tax stood at Rs. 7.41 Lacs as against profit of Rs. 5.53 Lacs during the year ended 31<sup>st</sup> March, 2020.

**3. Industries Scenario and Business Outlook:**

The vision of the company is to expand its existing business.

**4. Change in the nature of business of the Company:**

There was no change in the nature of business of the Company during the financial year.

**5. Amount which the Company proposes to carry to any reserves:**

During the year the Company has made a profit of Rs. 740,909.84 and your Directors proposed to transfer the profit amount of Rs. 740,909.84 to reserve and surplus account during the financial year ended 31<sup>st</sup> March, 2021.

**6. Amount which the Company recommends for payment by way of dividend:**

Your Board of Directors has not recommended any payment of dividend to its Shareholders for the financial year 2020-21.

**7. Particulars of Loans, Guarantees or Investments:**

The Company has an investment amount of Rs. 35,00,000/- (3,50,000 no. of Equity Shares @ Rs. 10/- each) in M/s Richa Petro Products Limited. Company has not given any loan, guarantee during the financial year.

**8. Particulars of contracts or arrangements with Related Parties:**

During the financial year ended 31<sup>st</sup> March, 2021 particulars of contracts or arrangements made with related parties pursuant to Section 188 of the Companies Act, 2013 have been disclosed in Form AOC-2, which has been attached to this report as **Annexure A**.

**9. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo:**

The Company takes adequate precautions in conduct of its business and hence, conservation of energy and technology absorption is taken care of.

Your Company has not made any Foreign exchange earnings and outgo during the financial year ending 31<sup>st</sup> March, 2021.

**10. Details relating to the Deposits covered under Chapter- V of the Act:**

The Company has not accepted any deposits during the financial year 2020-21.

**11. Details of Directors appointed / resigned during the year:**

The strength of the Board as on March 31, 2021 is three (3) directors. They are as follows:

- |                         |                   |
|-------------------------|-------------------|
| • Antaryami Badu        | Managing Director |
| • Muktikanta Badu       | Director          |
| • Baishnaba Charan Badu | Director          |

**12. Statutory Auditors:**

M/s. MARP & Associates, Chartered Accountants, Bhubaneswar, have been re-appointed as Statutory Auditors of the Company for a term of 3 years commencing from financial year 2020-21 to 2022-23.

**13. Particulars of Employees:**

None of the employees of the Company are in receipt of Rs. 8,50,000/- per month or Rs. 1,02,00,000/- per year pursuant to Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016.

**14. Cost Audit:**

As per the provision of Section 148 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rule, 2014, Cost Audit was not applicable to the Company during the F.Y. 2020-21.

**15. Secretarial Audit:**

As per the provision of Section 204 and all other applicable provisions of the Companies Act, 2013, Secretarial Audit was not applicable to the Company during the F.Y. 2020-21.

**16. Internal Audit:**

As per the provision of Section 138 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rule, 2014, Internal Audit was not applicable to the Company during the F.Y. 2020-21.

**17. Board Meeting held during the year:**

In compliance of the provisions in section 173(1) of the Companies Act, 2013 5 (Five) Meetings of the Board of Directors of the Company were held during the financial year. The details are as under:

<b>Date of Board Meeting</b>	<b>Number of Directors attended the Meeting</b>
25/04/2020	3
10/07/2020	3
30/09/2020	3
15/12/2020	3
10/03/2021	3

**Attendance of Directors:**

S.No	Name of the Director	Board Meetings			Committee Meetings		
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of Attendance	Number of Meeting which director was entitled to attend	Number Meetings attended	% of attendance
1	Antaryami Badu	5	5	100	0	0	0
2	Muktikanta Badu	5	5	100	0	0	0
3	Baishnaba Charan Badu	5	5	100	0	0	0

#### 18. GENERAL MEETINGS:

During the Year under review the company has conducted one General Meetings as shown in the following table:

S.No	Type of Meeting	Date of Meeting	Total Number of Members entitled to attend meeting	Attendance	
				Number of members attended	% of total Shareholding
01	AGM	31/12/2020	20	9	74.54

#### 19. Directors' Responsibility Statement:

Pursuant to clause (c) of section 134(3) of the Companies Act, 2013, your Directors hereby confirm that:

(a) In the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2021, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The Directors had 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 and loss of the Company for that period;

(c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) The Directors had prepared the annual accounts on a going concern basis, and

(e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**20. Annual Performance evaluation of the Board and its Individual Directors:**

The overall annual performances of the Board and its individual Directors for the financial year 2020-21 were good. The manner of such annual evaluation of performance would be framed by the Board in due course.

**21. Web Link of Annual Return, if any:**

The Annual Return i.e. e-Form MGT-7 for the financial year 2020-21 is to be available in the Company's website at [www.citiconengineers.com](http://www.citiconengineers.com).

**22. Adequacy of internal financial controls with reference to the Financial Statements:**

The internal financial controls with reference to the Financial Statements of the Company for the year are adequate.

**23. Material changes and commitments, if any, affecting the financial position of the Company occurred after the Balance Sheet date:**

No such material changes and commitments occurred after the Balance Sheet date.

**24. Significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future:**

There was no such case happened during the year.

**25. Capital:**

As on 31<sup>st</sup> March, 2021 the Authorised Share Capital of the Company is Rs. 5,00,00,000/- (Rupees Five Crores Only) comprising 50,00,000 (Fifty Lakhs) Equity Shares of Rs. 10/- each. and the issued, subscribed and paid up capital of the Company stood at Rs. 1,01,80,000/- (Rupees One Crore One Lakh Eighty Thousand only) comprising 10,18,000 (Ten Lakhs Eighteen Thousand) Equity Shares of Rs. 10/- each.

**26. Name of the companies which became / ceased to be the Company's subsidiary, associate or joint venture company:**

The Company has no subsidiary, associate or joint venture company.

**27. Risk Management Policy:**

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximise the realization of opportunities. The Company has laid down a comprehensive Risk Assessment and Minimization Procedure which is reviewed by the Board from time to time. These procedures are reviewed to ensure that executive management controls risk through means of a properly defined framework. The major risks have been identified by the Company and its mitigation process/measures have been formulated in the areas such as business, project execution, event, financial, human, environment and statutory compliance.



**28. Explanations or comments by the Board on every qualification, reservation or adverse remarks given by the auditor in its Report:**

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self explanatory.

**29. Human Resources:**

Your Company treats its “human resources” as one of its most important assets. Your Company continuously invests in attracting, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

**30. Corporate Governance:**

The Company will continue to uphold the true spirit of Corporate Governance and implement the best governance practices. It lays emphasis on transparency, accountability, ethical operating practices and professional management.

**31. Steps taken to prevent sexual harassment of women at workplace:**

Your company has in place a formal policy for prevention of sexual harassment of its women employees in line with “The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**32. Acknowledgement:**

Your Directors wish to place on record their appreciation of the excellent support received from its Bankers during the year under review.

Your Directors also wish to place on record their appreciation of the co-operation and support received from all the employees of the Company in sustaining the growth of the Company.

**For and on behalf of the Board of  
M/s. Citicon Engineers Limited**

**Place: Bhubaneswar  
Date: 24.11.2021**

**(Antaryami Badu)  
Managing Director  
DIN: 01692244**

**(Muktikanta Badu)  
Director  
DIN: 01933757**