

MOTWANI CONSTRUCTIONS PRIVATE LIMITED
(CIN : U70100OR2008PTC010136)
GROUND FLOOR, SAMABAYA BHAWAN, UNIT-9, JANPATH,
BHUBANESWAR, ODISHA-751022

DIRECTORS' REPORT

Dear shareholders,

Your directors have pleasure in presenting the Annual Report of your company, together with the Audited Accounts for the year ended 31 March 2020.

FINANCIAL SUMMARY

The company has earned a profit of Rs.13,49,650.12 for the year ended 31 March 2020. The break-up of profit is given as follows :

Particulars	2019-2020	2018-2019
Sales	2,98,84,851.89	2,47,13,901.39
Net Profit/(Loss) (PBDT)	18,74,186.50	22,10,115.17
Less : Depreciation	5,24,536.38	7,53,826.21
Profit after depreciation but before tax (PBT)	13,49,650.12	14,56,288.96
Less : Taxes	1,53,766.60	1,63,092.02
Net profit / (loss) for the period	11,95,883.52	12,93,196.94
No. of Shares	52,600	52,600
EPS	22.74	24.59
Proposed Dividend	0.00	0.00
Dividend tax	0.00	0.00
Balance of Profit Carried to B/S	11,95,883.52	12,93,196.94

DIVIDEND

The company does not propose any dividend during the current year.

TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (J) OF THE COMPANIES ACT, 2013

The board does not proposed any amount to carry to any specific reserves.

STATE OF COMPANY'S AFFAIRS

During the current financial year, the company has made Net Profit of Rs 13,49,650.12 as compared to Net Profit Rs 14,56,288.96 made in previous financial Year.

CHANGES IN NATURE OF BUSINESS

There is no significant changes had been made in the nature of the company during the financial year.

MATERIAL CHANGES AND COMMITMENTS OCCURRED BETWEEN THE DATE OF BALANCE SHEET AND THE DATE OF AUDIT REPORT

No significant material changes and commitments have occurred between the date of the balance sheet and the date of the audit report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS/COURTS/TRIBUNALS

There are no significant and material orders passed by Regulators/Court/Tribunals against the company.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has in place proper and adequate internal control systems commensurate with the nature of its business, size and complexity of its operations. Internal control systems comprising of policies and procedures are designed to ensure liability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations, and that all assets and resources are acquired economically, used.

SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES AND THEIR PERFORMANCE

There is no Subsidiary company or Joint Venture or Associate Companies of the Company.

DEPOSITS

During the financial year, Company has not accepted any type of deposits. Neither, any type of deposits of previous year is Unpaid or Unclaimed during the financial year.

STATUTORY AUDITORS

M/s. KEJRIWAL & ASSOCIATES, CHARTERED ACCOUNTANTS, who are the statutory auditors of the Company, hold office up to the conclusion of the forth coming Annual General Meeting (AGM) and are eligible for re-appointment. Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, it is proposed to appoint M/s. KEJRIWAL & ASSOCIATES, CHARTERED ACCOUNTANTS, as the statutory auditors of the company from the conclusion of the forthcoming AGM up to conclusion of the Fourth AGM, subject to ratification of their appointment at every AGM. A certificate from them has been received to the effect that their re-appointment, if made, would be within the prescribed limits

AUDITORS REPORT

Auditors had not made any qualification or did not make any adverse remark in their report regarding financial statements. Therefore, there is no need for any clarification or any comment on Auditors report.

SHARE CAPITAL

During the financial year, the Company had not issued any Equity Shares with Differential rights, any Sweat Equity Shares and any Employee Stock Options.

ANNUAL REPORT

The Extract of Annual report of the company in Form MGT-9 has been annexed with this report.

CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION, AND FOREIGN EXCHANGE EARNINGS AND OUTGO

A) Conservation of Energy : Nil

B) Technology Absorption : Nil

C) Foreign Exchange earnings and outgo:

The company has no foreign exchange earnings and outgo transactions during the current financial year.

CORPORATE SOCIAL RESPONSIBILITY(CSR)

Provisions of Corporate social responsibility are not applicable to the Company. Accordingly details of activities have not been attached in the format specified in the annexure of Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014.

DIRECTORS

A) Changes in Directors and Key Managerial Persons:-

There is no change in Directors and Key Managerial Persons by way of Appointment, Re-designation, Resignation, Death, Disqualification and Variations made or Withdrawn, etc., of the company during the financial year.

B) Declaration by an Independent Director(s) and reappointment, if any:-

The Board of Directors of the company hereby confirms that they have received the declaration of fulfilling the criteria of Independent Director specified in subsection (6) of section 149 of the Companies Act, 2013 from all the Independent directors if appointed during the year.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors of the Company has done 4 number of meetings during this financial year which is in compliance to the provisions of the Companies Act, 2013.

LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company has made following loans and Investments and has given following guarantees in compliance of section 186 of the Companies Act, 2013 during the financial year:-

S.No	Loan/Guarantee/ Investment	Date of Transaction	Name of Company	Amount
	NIL	NIL	NIL	NIL

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

Details in Form No AOC-2 for transaction entered with the related parties at on arm length or non arm-length basis are NIL.

MANAGERIAL REMUNERATION

Provision of details of Managerial Remuneration required to be Disclosed in Boards Report as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to Company.

There is no employee who is withdrawing remuneration more than 60 Lacs per annum, more than 5 Lacs per month and more than remuneration of Managing Director or Whole Time Director.

RISK MANAGEMENT POLICY

Risks are event, situation or circumstances which may lead to negative consequences on the company's businesses. Risk management is a structured approach to manage uncertainty. A formal enterprise wide approach to Risk Management is being adopted by the company and key risks will now managed within unitary framework. As a formal roll-out, all business divisions and corporate function will embrace risk management policy and guidelines, and make use of these in their decisions making. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews. The risk management process in our multi-business, multi-site operations, over the period of time will become embedded into the company's business systems and processes, such that our responses to risks remain current and dynamic.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the Companies Act, 2013, your directors confirm that:

- (i) In the preparation of the accounts for the financial year ended 31 March 2020 the applicable Accounting standards have been followed along with proper explanations relating to material departures;
- (ii) The directors have selected such accounting policies and applied them consistently and make judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the company at the end of the said financial year and of the profit and loss of the company for the said financial year;
- (iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) The directors have prepared the accounts for the year ended 31 March 2020 on a 'going concern' basis.
- (v) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENTS

Your company takes this opportunity to thank all the Shareholders and investors of the company for their continued support.

Your directors wish to place on record their appreciation for the co-operation and support received from employees, staff and other people associated with the company and look forward for their continued support.

Date : 04/12/2020

For and on behalf of the board

Place : BHUBANESWAR

MOTWANI CONSTRUCTIONS PRIVATE LIMITED

MOTWANI CONSTRUCTIONS PVT. LTD.

DIRECTOR

A large, stylized handwritten signature in black ink, appearing to read 'Ranjay Motwani', is written over the printed name of the company.

DIRECTOR

MOTWANI CONSTRUCTIONS PVT. LTD.

A handwritten signature in black ink, appearing to read 'Manas Motwani', is written over the printed name of the company.

DIRECTOR

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:		
1	CIN	U70100OR2008PTC010136
2	Registration Date	02/07/2008
3	Name of the Company	MOTWANI CONSTRUCTIONS PRIVATE LIMITED
4	Category/Sub-category of the Company	PRIVATE Limited by Share Non Govt Company
5	Address of the Registered office & contact details	GROUND FLOOR, SAMABAYA BHAWAN, UNIT-9, JANPATH, BHUBANESWAR-751022, ODISHA
6	Whether listed company	NO
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NA

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY			
(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)			
S. No.	Name and Description of main products / services	NIC Code of the Product/service	% of total turnover of the company
1	CONSTRUCTION	41001	100
2			
3			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	NIL	NA	NA	NIL	NA
2					
3					

IV. SHARE HOLDING PATTERN									
(Equity share capital breakup as percentage of total equity)									
(i) Category-wise Share Holding									
Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2019]				No. of Shares held at the end of the year [As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF		13,400	13,400	25.48%		13,400	13,400	25.48%	0.00%
b) Central Govt			-	0.00%			-	0.00%	0.00%
c) State Govt(s)			-	0.00%			-	0.00%	0.00%
d) Bodies Corp.			-	0.00%			-	0.00%	0.00%
e) Banks / FI			-	0.00%			-	0.00%	0.00%
f) Any other			-	0.00%			-	0.00%	0.00%
Sub Total (A), (1)		13,400	13,400	25.48%		13,400	13,400	25.48%	0.00%

MOTWANI CONSTRUCTIONS PVT. LTD.
Ravi Motwani
DIRECTOR

MOTWANI CONSTRUCTIONS PVT. LTD.
Motwani Motwani
DIRECTOR

(2) Foreign									
a) NRI Individuals				0.00%			-	0.00%	0.00%
b) Other Individuals				0.00%			-	0.00%	0.00%
c) Bodies Corp.				0.00%			-	0.00%	0.00%
d) Any other				0.00%			-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
TOTAL (A)	-	13,400	13,400	25.48%	-	13,400	13,400	25.48%	0.00%
B. Public									
1. Institutions									
a) Mutual Funds				0.00%			-	0.00%	0.00%
b) Banks / FI				0.00%			-	0.00%	0.00%
c) Central Govt				0.00%			-	0.00%	0.00%
d) State Govt(s)				0.00%			-	0.00%	0.00%
e) Venture Capital Funds				0.00%			-	0.00%	0.00%
f) Insurance Companies				0.00%			-	0.00%	0.00%
g) FIs				0.00%			-	0.00%	0.00%
h) Foreign Venture Capital Funds				0.00%			-	0.00%	0.00%
i) Others (specify)	39,200	39,200	74.52%		39,200	39,200	74.52%		0.00%
Sub-total (B)(1):-	-	39,200	39,200	74.52%	-	39,200	39,200	74.52%	0.00%
2. Non-Institutions									
a) Bodies Corp.									
i) Indian				0.00%			-	0.00%	0.00%
ii) Overseas				0.00%			-	0.00%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh				0.00%	0		-	0.00%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh				0.00%	0		-	0.00%	0.00%
c) Others (specify)									
Non Resident Indians				0.00%			-	0.00%	0.00%
Overseas Corporate Bodies				0.00%			-	0.00%	0.00%
Foreign Nationals				0.00%			-	0.00%	0.00%
Clearing Members				0.00%			-	0.00%	0.00%
Trusts				0.00%			-	0.00%	0.00%
Foreign Bodies - D R				0.00%			-	0.00%	0.00%
Sub-total (B)(2):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
Total Public (B)	-	39,200	39,200	74.52%	-	39,200	39,200	74.52%	0.00%
C. Shares held by Custodian for GDRs & ADRs				0.00%				0.00%	0.00%
Grand Total (A+B+C)	-	52,600	52,600	100.00%	-	52,600	52,600	100.00%	0.00%

MOTWANI CONSTRUCTIONS PVT. LTD.

DIRECTOR

MOTWANI CONSTRUCTIONS PVT. LTD.

DIRECTOR

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	PANKAJ MOTWANI	5,000	9.51%	0	5,000	9.51%	0	0.00%
2	MANAS MOTWANI	4,500	8.56%	0	4,500	8.56%	0	0.00%
3		-	0.00%	0	-	0.00%	0	0.00%
4		-	0.00%	0	-	0.00%	0	0.00%
5		-	0.00%	0	-	0.00%	0	0.00%
8		-	0.00%	0	-	0.00%	0	0.00%

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year	01/04/2019		9,500	18.06%	9,500	18.06%
	Changes during the year		Allot	-	0.00%	-	0.00%
					0.00%		0.00%
					0.00%		0.00%
	At the end of the year			9,500	18.06%	9,500	18.06%

(iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

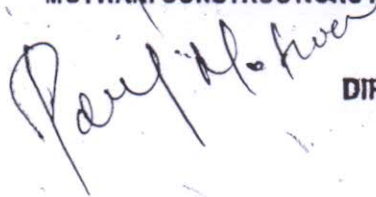
SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares

1	ACCURATE VINTARED PVT			Equity			
	At the beginning of the year			3,900	7.41%	3,900	7.41%
	Changes during the year			NIL	0.00%	-	0.00%
	At the end of the year			3,900	7.41%	3,900	7.41%

2	CLUBSIDE DEALCOM PVT LTD			Equity			
	At the beginning of the year			5,000	9.51%	5,000	9.51%
	Changes during the year			NIL	0.00%	NIL	0.00%
	At the end of the year			5,000	9.51%	5,000	9.51%

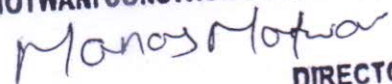
3	INTELLECTUAL TRADE LINK			Equity			
	At the beginning of the year			10,000	19.01%	10,000	19.01%
	Changes during the year			NIL	0.00%	-	0.00%
	At the end of the year			10,000	19.01%	10,000	19.01%
4	NEWTOWN MERCHANTS PVT			Equity			
	At the beginning of the year			17,000	32.32%	17,000	32.32%
	Changes during the year			NIL	0.00%	-	0.00%
	At the end of the year			17,000	32.32%	17,000	32.32%

MOTWANI CONSTRUCTIONS PVT. LTD.



DIRECTOR

MOTWANI CONSTRUCTIONS PVT. LTD.



DIRECTOR

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	PANKAJ MOTWANI			EQUITY			
	At the beginning of the year			5,000	9.51%	5,000	9.51%
	Changes during the year				0.00%	-	0.00%
	At the end of the year			5,000	9.51%	5,000	9.51%
2	MANAS MOTWANI			EQUITY			
	At the beginning of the year			4,500	8.56%	4,500	8.56%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			4,500	8.56%	4,500	8.56%

3				EQUITY			
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			Nil	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%

4	NAME						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	13,313,698.00	NIL	NIL	13,313,698.00
ii) Interest due but not paid	-			-
iii) Interest accrued but not due	-			-
Total (i+ii+iii)	13,313,698.00			13,313,698.00
Change in Indebtedness during the financial year				
* Addition	-			-
* Reduction	12,291,392.00			12,291,392.00
Net Change	12,291,392.00			12,291,392.00
Indebtedness at the end of the financial year				
i) Principal Amount	1,022,306.00	NIL	NIL	1,022,306.00
ii) Interest due but not paid	-			-
iii) Interest accrued but not due	-			-
Total (i+ii+iii)	1,022,306.00			1,022,306.00

MOTWANI CONSTRUCTIONS PVT. LTD.



DIRECTOR

MOTWANI CONSTRUCTIONS PVT. LTD.



DIRECTOR

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

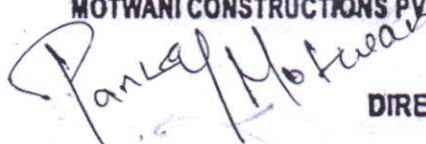
SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount (Rs/Lac)
		Name	MANAS MOTWANI	
		Designation	DIRECTOR	
1	Gross salary	350,000.00	350,000.00	700,000.00
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961			-
2	Stock Option			-
3	Sweat Equity			-
4	Commission			-
	- as % of profit			-
	- others, specify			-
5	Others, please specify			-
	Total (A)	350,000.00	350,000.00	700,000.00
	Ceiling as per the Act			

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors		Total Amount (Rs/Lac)
1	Independent Directors			
	Fee for attending board committee meetings			-
	Commission			-
	Others, please specify Remuneration			-
	Total (1)	-	-	-
2	Other Non-Executive Directors			-
	Fee for attending board committee meetings			-
	Commission			-
	Others, please specify			-
	Total (2)	-	-	-
	Total (B)=(1+2)	-	-	-
	Total Managerial Remuneration			
	Overall Ceiling as per the Act			

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount (Rs/Lac)
		Name			
		Designation	CEO	CFO	CS
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				-
	(b) Value of perquisites u/s 17(2) Income-tax				-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961				-
2	Stock Option				-
3	Sweat Equity				-
4	Commission				-
	- as % of profit				-
	- others, specify				-
5	Others, please specify				-
	Total				-

MOTWANI CONSTRUCTIONS PVT. LTD.

DIRECTOR
MOTWANI CONSTRUCTIONS PVT. LTD.

DIRECTOR

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
B. DIRECTORS					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
C. OTHER OFFICERS IN DEFAULT					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA

MOTWANI CONSTRUCTIONS PVT. LTD.

Parul Motwani
DIRECTOR

MOTWANI CONSTRUCTIONS PVT. LTD.

Manoj Motwani
DIRECTOR