

**BARWA ADDA EXPRESSWAY LIMITED**

**ANNUAL REPORT**

**2013-14**

## DIRECTORS' REPORT

The Shareholders

### **BARWA ADDA EXPRESSWAY LIMITED**

Your Directors have pleasure in presenting the First Annual Report along with the Audited Statements of Accounts for the financial period ended March 31, 2014

### **FINANCIAL RESULTS**

The financial results of the Company are as under:

	(Amount in ₹)
	For the period ended March 31, 2014
Total Income	-
Total Expenses	(4,562,557)
Profit/(Loss) Before Tax	(4,562,557)
<u>Less: Provision for Tax</u>	-
Profit/(Loss)After Tax	(4,562,557)
Balance carried forward	(4,562,557)

### **OPERATIONS:**

Your Company has executed the Concession Agreement with National Highways Authority of India (NHAI) on May 5, 2013 for undertaking the works of Six-Laning of Barwa-Adda-Panagarh Section of NH-2 from km 398.240 to km 521.120 including Panagarh Bypass in the States of Jharkhand and West Bengal under NHDP Phase V on Toll on DBFOT Pattern. The Company has complied with the Conditions Precedent as per the requirement in the Concession Agreement and is awaiting declaration of Appointed Date for the project by NHAI to commence physical works at the site

### **FURTHER ISSUE OF CAPITAL:**

In order to meet the funds requirement of the Company for development of the Project, the Company had increased its Authorised Share Capital from ₹ 5,00,000/- to ₹ 50,00,00,000/-. The Company had thereafter issued 2,82,00,000 equity shares of ₹ 10/- each of par value to the existing shareholders of the Company. As a consequence, the paid up equity capital of the Company increased from ₹5,00,000/- to ₹ ₹28,25,00,000/-

### **DIVIDEND:**

Due to inadequacy of profits, your Directors have not recommended any dividend for the period under review

**DIRECTORS:**

Mr. M. B. Bajulge, Mr. Krishna Ghag and Mr. Sanjay Minglani were appointed as the First Directors of the Company, as per the Articles of Association of the Company. During the period under review, Mr. Ajay Menon and Mr. Hari Bhavsar were appointed as Additional Directors on the Board of the Company with effect from July 17, 2013

**AUDITORS:**

During the year, M/s. Gianender & Associates, Chartered Accountants, were appointed as first Auditors of the Company. M/s. Gianender & Associates, Chartered Accountants, Statutory Auditors, retire at the ensuing Annual General Meeting

**DEPOSITS:**

Your Company has not accepted any Fixed Deposits during the period under review

**CORPORATE GOVERNANCE:**

Four Board Meetings were held during the period under review on June 27, 2013, July 17, 2013, October 17, 2013 and January 20, 2014. The numbers of meetings attended by the Directors are as under:

<b>Sr. No.</b>	<b>Name of Directors</b>	<b>No. of Board Meetings held during tenure</b>	<b>Meetings attended</b>
1	Mr. Krishna Ghag	3	3
2	Mr. Sanjay Minglani	3	3
3	Mr. M. B. Bajulge	3	3
4	Mr. Ajay Menon (from July 17, 2013)	2	2
5	Mr. Hari Bhavsar (from July 17, 2013)	2	1

The Audit Committee was constituted pursuant to the provisions of the Section 292A of the Companies Act, 1956. The Audit Committee is comprised of Mr. M. B. Bajulge, Mr. Sanjay Minglani and Mr. Krishna Ghag. The Audit Committee met one time during the year under review on January 20, 2014. The numbers of meetings attended by the Members are as under:

<b>Sr. No.</b>	<b>Name of Directors</b>	<b>No. of Board Meetings held during tenure</b>	<b>Meetings attended</b>
1	Mr. Krishna Ghag	3	3
2	Mr. Sanjay Minglani	3	3
3	Mr. M. B. Bajulge	3	3

**PARTICULARS OF EMPLOYEES:**

There was no employee in respect of whom the statement is required to be prepared pursuant to Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended from time to time.

**DIRECTORS RESPONSIBILITY STATEMENT:**

Pursuant to Section 217(2AA) of the Companies Act, 1956 (“the Act”) the Directors based on the representations received from the Operating Management, confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) they have 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 Loss of the Company for that period;
- (c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) they have prepared the annual accounts on a going concern basis

**FOREIGN EXCHANGE EARNINGS AND OUTGO:**

There was no earning or outgo of foreign exchange during the period under review. Since your Company does not have any manufacturing facility, the other particulars in the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are not applicable

**ACKNOWLEDGMENTS:**

The Directors place on record their appreciation for the continued support and co-operation received from various Government Authorities and other Regulatory Authorities, Banks, Financial Institutions and Shareholders of the Company

For and on behalf of the Board

Mumbai, April 22, 2014

Sd/-  
(Director)

Sd/-  
(Director)