

**KIRATPUR NER CHOWK EXPRESSWAY
LIMITED**

ANNUAL REPORT

2013-14

DIRECTORS' REPORT

The Shareholders

KIRATPUR NER CHOWK EXPRESSWAY LIMITED

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

FINANCIAL RESULTS

The financial results of the Company are as under:

	(Amount in ₹)	
	For the year March 31, 2014	For the period ended March 31, 2013
Total Income	9,000	-
Total Expenses	(18,024,352)	(4,705,374)
Profit/(Loss) Before Tax	(18,015,352)	(4,705,374)
Less: Provision for Tax	-	-
Profit /(Loss)After Tax	(18,015,352)	(4,705,374)
Balance carried forward	(22,720,726)	(4,705,374)

OPERATIONS:

During the year under review, your Company undertook the development works of the Four laning of Kiratpur-Ner Chowk section of National Highway No. 21 from km 73.200 to km.186.500 in the state of Himachal Pradesh awarded by the National Highways Authority of India to be executed as BOT (Toll) on design, build, finance, operate and transfer (“**DBFOT**”) basis awarded by the National Highways Authority of India. The Company achieved physical progress of 15.54% and financial progress of 23.80% as of March 31, 2014

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 ₹50,00,00,000/- to ₹2,50,00,00,000/- The Company had thereafter issued 14,85,00,000 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 ₹28,50,00,000/- to ₹1,77,00,00,000 during the year under review

DIVIDEND:

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

DIRECTORS:

Mr. M. B. Bajulge, Directors, retire by rotation at the forthcoming Annual General Meeting and being eligible have offered themselves for re-appointment

AUDITORS:

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 year under review

CORPORATE GOVERNANCE:

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

Sr. No.	Name of Directors	No. of Board Meetings held during tenure	Meetings attended
1	Mr. Krishna Ghag	4	4
2	Mr. Ajay Menon	4	4
3	Mr. Ashutosh Chandwar	4	4
4	Mr. Nishant Srivastava	4	4
5	Mr Ravi Sreehari (Resigned w.e.f 17/04/2013)	1	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. Ajay Menon, Mr. Krishna Ghag and Mr. Ashutosh Chandwar. The Audit Committee met four times during the year under review on April 17, 2013, July 18, 2013, October 18, 2013 and January 20, 2014. The numbers of meetings attended by the Members are as under:

Sr. No.	Name of Directors	No. of Board Meetings held during tenure	Meetings attended
1	Mr. Krishna Ghag	3	3
2	Mr. Ajay Menon	4	4
3	Mr. Ashutosh Chandwar	4	4
4	Mr Ravi Sreehari (Resigned w.e.f 17/04/2013)	1	1

The Chairman of the Audit Committee was present at the AGM

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