# BDR BUILDCON LIMITED

**Regd. Office: 31, Jangpura Road, Bhogal, New Delhi-110014**
**CIN: L70100DL2010PLC200749 E-mail – info@bdrbuildcon.com**
**Website: www.bdrbuildcon.com Tel: 011-26477771**

**NOTICE OF AGM**

Notice is hereby given that the **11th Annual General Meeting** of the members of ***BDR BUILDCON LIMITED*** will be held at the Corporate Office of the Company at 21, Ring Road, Third Floor, Front Portion, Lajpat Nagar- IV, New Delhi-110024, on ***Monday***, the ***19th day of July, 2021*** at ***01:00 P.M*** to transact the following business:

**ORDINARY BUSINESS:**

**1.** To receive, consider and adopt the Audited Balance Sheet of the Company as at ***31st March, 2021*** and Statement of Profit & Loss for the period ended on that date together with the Report of the Directors and Auditors thereon.

**2.** To appoint a director in place of **Mr. Rajesh Gupta** who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

**3.** To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, the approval of members is hereby accorded to appoint **M/s. Vishal Subhash Chandra and Co., Chartered Accountants(Registration No. 024543C),**as Statutory Auditors of the Company to hold office from the conclusion of the ensuing Annual General Meeting (AGM) till the conclusion of the AGM of the Company to be held in the year 2024, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors".

**On order of Board of Director**
**For *BDR Buildcon Limited***

*SD/-*

**Date: 16.06.2021**
**Place: New Delhi**

**Rajesh Gupta**
**Managing Director**
**DIN- 00163932**
**R/o-3/41 Shanti Niketan,**
**New Delhi-110021**

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LATER THAN FORTY EIGHT (48) HOURS BEFORE THE MEETING. ROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/AUTHORITY, AS APPLICABLE. PROXY FORM IS ENCLOSED.**

   A person can act as proxy on behalf of Members not exceeding fifty (50) in number and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.

2. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.

3. Pursuant to Section 113 of the Act and Rules framed thereunder, the Corporate Members intending to send their authorised representatives to attend the AGM are requested to send to the Company, a certified copy of the Board Resolution or Power of Attorney, if any, authorising their representative(s) to attend and vote, on their behalf, at the AGM.

4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

5. Pursuant to section 91 of the Companies Act, 2013, the register of members of the Company will remain closed from 15.07.2021 to 19.07.2021 (both days inclusive) for the purpose of Annual General Meeting.

6. Sections 101 and 136 of the Companies Act, 2013 read together with the rules made there under, permits listed companies to send notice of Annual General Meeting along with Annual Report, comprising of Financial Statements, Board's Report, etc. via electronic mode to its members. The Company is therefore sending an email to its members, providing a link to the website of the Company facilitating Notice of Annual General Meeting and Annual Report 2020-2021, unless a member has requested for a physical copy of documents. Email is send to those members whose email id is registered with Company/Depositories. For members who have not registered their email addresses, physical copies of the documents are being sent by the permitted mode.

7. The Register of Directors, Key Managerial Personnel(s) and their shareholding maintained under section 170 of the Act along with other statutory registers as required under the provisions of Act, will be available for inspection of members at AGM.

8. The Explanatory statement pursuant to section 102 of the Companies Act, 2013, is attached and forms part of this Notice

**9.** Members are requested to send all communications to our Registrar and Share Transfer Agent (R & T Agent) at the following address:

**Bigshare Services Private Limited**

Head office: E-2 & 3, Ansa Industrial Estate, Saki-Vihar Road, Sakinaka,
Andheri (E), Mumbai - 400 072

Delhi Office: 302, Kushal Bazar, 32-33, Nehru Place, New Delhi-110019
Phone No.: 011-42425004, 47565852
Email ID: mukesh@bigshareonline.com
Website: www.bigshareonline.com

**10.** Information as required under Regulation 36(3) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI") in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting ("AGM") is annexed herewith as **Annexure- 1** and forms part of the Notice.

**11.** Members are requested to send their queries with regard to the Accounts at least 7 (Seven) days in advance to the Registered Office of the Company

**12.** Members are requested to bring along their Attendance Slip in the meeting, as enclosed with the Notice

**13.** Members holding shares in Demat form are requested to furnish their Permanent Account Number (PAN) details to their respective Depository Participant in order to comply with the Securities and Exchange Board of India (SEBI) guidelines.

**14.** Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail ID, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their respective Depository Participant(s) in case the shares are held in electronic form and to the Company's R & T Agents in case the shares are held in physical form

**15.** All documents referred to in the Notice shall be open for inspection by members and shall be available at the registered office of the Company on all working days during business hours from the date of this Notice up to the date of AGM.

**16.** The route map of the venue of the AGM is enclosed herewith.

**On order of Board of Director**
**For *BDR Buildcon Limited***

***SD/-***

**Date: 16.06.2021**
**Place: New Delhi**

**Rajesh Gupta**
**Managing Director**
**DIN- 00163932**
**R/o-3/41 Shanti Niketan,**
**New Delhi-110021**

Members are requested to bring their copy of the Annual Report. Requested further to complete this attendance slip and hand it over at the entrance of the office. Only Member or their Proxies are entitled to be present at the Meeting.

**ATTENDANCE SLIP**
**(To be presented at the entrance)**

**Name:** **Folio No/DP & Client ID:**

**Address:** **No of Shares Held:**

I certify that I am a registered shareholders/proxy/authorized representative for registered shareholders of the Company.

I hereby record my presence at the 11th Annual General Meeting of BDR Buildcon Limited held on Monday, the ***19.07.2021*** at ***01:00 P.M*** at 21, Third Floor, Front Portion, Lajpat Nagar-IV, New Delhi-110024.

| **SIGNATURE OF THE SHAREHOLDER/PROXY*** |
| --- |
| |

Strike out whichever is not applicable

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# Form No. MGT-11

## Proxy form

**[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]**

**CIN:** L70100DL2010PLC200749
**Name of the Company:** BDR BUILDCON LIMITED
**Regd. Office:** 31 Jangpura Road, Bhogal, New Delhi-110014
**Corporate Office**: 21, Ring Road, Third Floor, Front Portion, Lajpat Nagar- IV, New Delhi-110024

Name of member(s):……
Registered Address: ……
E-Mail Id: ……
Folio No/Client Id: ……
DP ID: ……

I/We, being the member (s) of …… shares of the above named company,
hereby appoint
Name: ……
Address: ……..
E-mail Id:……
Signature: …….
*or failing him/her;*
Name:……
Address:……..
E-mail Id:……
Signature: ……

Annual General Meeting of M/s BDR Buildcon Limited, to be held on the SATURDAY, the ***17.08.2021*** at 03:00 PM at 21, Ring Road, Third Floor, Front Portion, Lajpat Nagar-IV, New Delhi-110024 as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf and at any adjournment thereof in respect of such resolutions as are indicated below:

| **Resolution No.** | | **Optional*** | |
|---|---|---|---|
| Ordinary Business | | For | Against |
| 1. | Consideration of financial statements and the reports of the Board of Directors and auditors; | | |
| 2. | Appointment of Mr. Rajesh Gupta as a Director liable to retire by rotation | | |
| 3. | Appointment of Statutory Auditor | | |

Signed this……. day of…….. 20……..

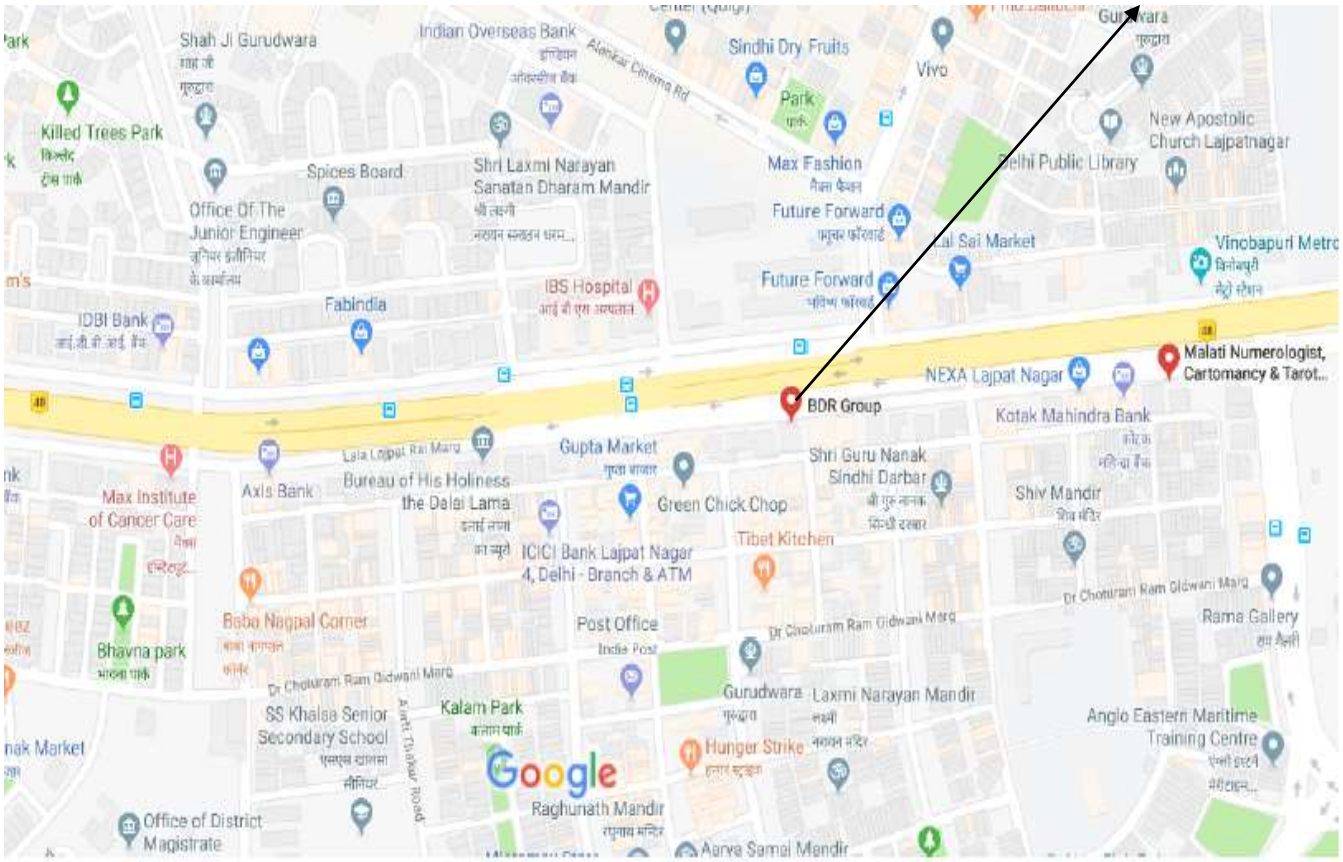
_____ _____
Signature of Proxy holder(s) Signature of shareholder

Affix Revenue Stamp

*Note:*
**it is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriates. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.*

**ROUTE MAP OF THE VENUE OF AGM**

21 Ring Road, Lajpat nagar-IV, New Delhi-110024



# Director's Report

**To,**
The Members**,**

The Directors of your Company have pleasure in presenting the 11th Annual Report together with the Audited Statements of Accounts and Auditors Report of your Company for the financial year ended 31st March, 2021.

## 1. FINANCIAL HIGHLIGHTS:

The financial performance of the Company is as follows:
(in Rs.)

| PARTICULAR | 2020-21 | 2019-20 |
|---|---|---|
| **Income from:** | | |
| -Business Operations | **Nil** | **Nil** |
| -others | **36,06,069** | **67,67,171** |
| **Total Income** | **36,06,069** | **67,67,171** |
| **Less** Interest | **Nil** | **Nil** |
| **Expenses (including other expenses)** | **6,40,807** | **18,88,209** |
| **Profit before Depreciation** | **29,65,262** | **48,78,962** |
| **Less** Depreciation | **Nil** | **Nil** |
| **Profit after depreciation and Interest** | **29,65,262** | **48,78,962** |
| **Less** Current Income Tax | **Nil** | **Nil** |
| **Less Previous year adjustment of Income Tax** | **Nil** | **43,696** |
| **Net Profit after Tax** | **29,65,262** | **48,35,266** |
| **Balance carried to Balance Sheet** | **29,65,262** | **48,35,266** |
| **Earning per share (Basic)** | **0.45** | **0.73** |
| **Earning per Share (Diluted)** | **0.45** | **0.73** |

## 2. REVIEW OF PERFORMANCE

The Company is engaged in the business of all kinds of real estate projects primarily relating to the residential sector since incorporation.

During the year under review, the following is the performance review of the company:

1. Net profit for the FY 2020-2021 after tax is Rs. 29,65,262/- as compared to previous FY 2019-2020 is Rs. 48,35,266/-.

## 3. CHANGE IN THE NATURE OF BUSINESS

During the year under review, there was no material changes in the nature of business of the Company and it would continue to operate in overall real estate projects primarily relating to the residential sector.

## 4. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY

Your Directors further state that there were no material changes and commitments affecting the financial occurred between the ends of the financial year to which these financial statements relate and the date of this report.

## 5. SHARE CAPITAL

During the year there is no change in the share capital of the Company.

## 6. DIVIDEND

To conserve the funds for future business growth, your Directors have not recommended any dividend for the FY 2020-2021.

## 7. PROPOSED TO CARRY TO RESERVES

The Board has not transferred any amount towards General Reserves for the year under review.

## 8. DEPOSITS

The Company has neither invited nor accepted any deposits from the public during the financial year. There is no unclaimed or unpaid deposit lying with the Company.

## 9. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Since there was no Dividend declared in previous years, the provisions of Section 125 of the Companies Act, 2013 do not apply.

## 10. STOCK EXCHANGE & LISTING FEES

Company's Equity Shares at present are listed at NSE ITP Emerge. It may be noted that there are no payment outstanding to the Stock Exchange by way of listing fees etc.

## 11. NUMBER OF BOARD MEETING

The Board of Directors has met 5 (Five) times during the financial year 2020-2021. None of the two Board meeting have a gap of more than 120 days between them.

## 12. ORDERS PASSED BY REGULATORS/COURTS

There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

## 13. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable as Company is not covered under the criteria mentioned in Section 135(1) of Companies Act, 2013.

## 14. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP) APPOINTED / RESIGNED DURING THE FINANCIAL YEAR

**i. Change in Director**

During the year under review, there is no change in the directors and Key Managerial Personnel of the Company.

**ii. Re-appointment**

As per provisions of the Companies Act, 2013, Mr. Rajesh Gupta, Director retires by rotation at the ensuing Annual General Meeting and being eligible, seeks re-appointment. The Board recommends his re-appointment.

## 15. DECLARATION OF INDEPENDENCE

The company has received necessary declarations from all the Independent Directors that they meet the criteria of Independence laid down in section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and that they are not aware of any circumstances or situation, which exist or may be reasonably anticipated which could impair or impact their ability to discharge their duties with an objective of Independent judgment and without any external influences.

## 16. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

Risk Management is an integral part of the Company's business strategy. The Board reviews compliance with risk policies, monitors risk tolerance limits, reviews and analyzes risk exposure related to specific issues and provides oversight of risk across the organization. The Board nurtures a healthy and independent risk management function to inculcate a strong risk management culture in the Company.

## 17. ANNUAL RETURN

In terms of provisions of Section 92 and 134 of the Act, an extract of Annual Return in prescribed format is annexed to this Report as ***Annexure -2*** and the copy of annual return is placed on the website of the Company at the web-link **http://www.bdrbuildcon.com/default.aspx**.

## 18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

There was no loan and guarantee made by the Company under Section 186 of the Companies Act, 2013 during the Financial Year under review. However, Company has not made any investment for the period under review.

## 19. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

There was no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the financial year under review.

## 20. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Information required to be given pursuant to Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 do not apply to our Company.

## 21. FOREIGN EXCHANGE EARNINGS AND OUTGO

| | | |
|---|---|---|
| Earning | : | Nil |
| Outgo | : | Nil |

## 22. SECRETARIAL AUDITOR

Pursuant to section 179 and 204 of the Act and rules made thereunder, **M/s Kanishk Arora & Co**., practicing Company Secretaries (Membership Number: 9575 / Certificate of Practice No.: 13253) was appointed as a Secretarial Auditor to conduct the secretarial audit of the Company for the financial year 2019-20, in the manner as stated above in forgoing provisions.

The Secretarial Audit Report for the financial year 2020-21 is appended as ***Annexure-3*** which forms part of this Report.

The said Secretarial Auditor's Report does not contain any qualifications, reservations and adverse remarks.

## 23. AUDIT COMMITTEE AND VIGIL MECHANISM

The Audit Committee of the Company comprised of the following members:-

| Sl. No. | Name of Members | Designation |
|---|---|---|
| 1. | Mr. Ishwar Anand | Independent Director /Chairman |
| 2. | Mr. Rajinder Parsad Sharma | Independent Director |
| 3. | Mr. Rajesh Gupta | Managing Director |

The above composition of the Audit Committee consists of independent Directors viz., Mr. Rajinder Parsad Sharma and Mr. Ishwar Anand who form the majority.

The Company Secretary functions as Secretary to the Committee.

During the year under review, 5 (five) meetings of the Audit Committee were held. The gap between two Audit Committee Meetings did not exceed one hundred and twenty days as prescribed in the Listing Regulations.

The Company has established a **vigil mechanism** and overseas through the committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the chairman of the Audit Committee on reporting issues concerning the interests of co-employees and the Company.

The Whistle Blower Policy is available on the Company's website.

## 24. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee of the Company comprised of the following members:-

| Sl. No. | Name of Members | Designation |
|---|---|---|
| 1. | Mr. Ishwar Anand | Independent Director /Chairman |
| 2. | Mr. Rajinder Parsad Sharma | Independent Director |
| 3. | Mr. Rajesh Gupta | Managing Director |
| 4. | Mrs. Renu Gupta | Non-Executive Director |

During the year under review, 4(four) meetings of the Stakeholders Relationship Committee were held. The gap between two Audit Committee Meetings did not exceed one hundred and twenty days as prescribed in the Listing Regulations.

## 25. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company comprised of 4 (four) Directors, which is as follows:

| Sl. No. | Name of Members | Designation |
|---|---|---|
| 1. | Mr. Ishwar Anand | Independent Director /Chairman |
| 2. | Mr. Rajinder Parsad Sharma | Independent Director |
| 3. | Mr. Rajesh Gupta | Managing Director |
| 4. | Mrs. Renu Gupta | Non-Executive Director |

During the year under review, no meetings of the Nomination and Remuneration Committee were held.

All Directors, Key Managerial Personnel and senior management of the Company have confirmed compliance with the Code of Conduct applicable to the Directors and employees of the Company. The Code of Conduct is available on the Company's website. All Directors have confirmed compliance with provisions of section 164 of the Companies Act, 2013.

## 26. REMUNERATION POLICY

The company follows a policy on remuneration of Directors and Senior Management Employees. The policy is approved by the Nomination and Remuneration Committee and the Board. The policy is available on the Company's website.

## 27. HUMAN RESOURCE MANAGEMENT & SAFETY

During the financial year, the Company had cordial relations with workers, staff and officers. Company believes in empowering its employees through greater knowledge, team spirit and developing greater sense of responsibility.

## 28. REPORT UNDER THE PREVENTION OF SEXUAL HARASSMENT ACT, 2013

The Prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is not applicable to the Company.

## 29. EVALUATION OF THE BOARD'S PERFORMANCE

The Companies Act, 2013 mandates formal annual evaluation by the Board of its own performance and that of its committees and Individual Directors. Schedule IV to the Companies Act, 2013 provides that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the Directors being evaluated.

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out annual evaluation of performance of Directors individually, Board as a whole and following Committees of the Board of Directors.

i. Audit Committee
ii. Nomination and Remuneration Committee
iii. Stakeholder Relationship Committee

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit and Nomination and Remuneration Committee.

An exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement safeguarding the interest of the Company etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

## 30. INTERNAL CONTROL SYSTEM & INTERNAL AUDITORS

The Company has adequate internal control systems and procedures designed to effectively control the operations. The internal control systems are designed to ensure that the financial and other records are reliable for the preparation of financial statements. The Company has well designed Standard Operating Procedures.

***M/s Naveen Upadhyaya & Associates***, Chartered Accountant has been appointed in Company for the purpose of Internal Audit.

Independent Internal Auditor conducts General Accounting & Statutory Compliance with specified standards. Planned periodic reviews are carried out by Internal Audit. The findings of Internal Audit are reviewed by the top management and by the Audit Committee of the Board of Directors.

The Audit Committee also met the company's Statutory Auditors to ascertain their views on the financial statements, including the Financial Reporting Systems, Compliance to Accounting Policies and Procedures, the adequacy and effectiveness of the Internal Controls and Systems followed by the Company.

## 31. COST AUDITORS

Company does not appoint cost auditor as the provisions related to Cost Audit is not applicable to the Company.

## 32. PARTICULARS OF REMUNERATION AND EMPLOYEES

Information in accordance with the provisions of Section 197(12) of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, regarding directors and employees is given in ***Annexure-4.***

## 33. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Company does not have any subsidiary, joint ventures and associate Companies within the meaning of the Companies Act, 2013. Therefore the disclosure of particulars with respect to information related to performance and financial position of the Subsidiaries, joint ventures or associate Companies subject to rule 8(1) of Companies (Accounts) Rules, 2014 is **not applicable.**

## 34. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

1. Names of companies which have become to be its Subsidiaries, joint ventures or associate companies during the year: **N.A.**
2. Names of companies which have ceased to be its Subsidiaries, joint ventures or associate companies during the year: **N.A.**

## 35. SHARES

**a. BUY BACK OF SECURITIES**

The Company has not bought back any of its securities during the year under review.

**b. SWEAT EQUITY**

The Company has not issued any Sweat Equity Shares during the year under review.

**c. BONUS SHARES**

No Bonus Shares were issued during the year under review.

**d. EMPLOYEES STOCK OPTION PLAN**

The Company has not provided any Stock Option Scheme to the employees.

## 36. DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:—

**a)** In the preparation of the annual accounts, 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 this Act 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;

**e)** The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively

**f)** 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.

The Company's Internal Auditors have conducted periodic audits to provide reasonable assurance that the Company's approved policies and procedures have been followed.

## 37. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required under Regulation 34 of the SEBI Listing Regulations, is annexed as **Annexure- 5** to this Board Report.

## 38. ACKNOWLEDGEMENTS

Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Directors also acknowledge gratefully the shareholders for their support and confidence reposed on your Company.

**On order of Board of Director**

**For *BDR Buildcon Limited***

| | ***SD/-*** | ***SD/-*** |
|---|---|---|
| **Date:** 16.06.2021 | **Rajesh Gupta** | **Renu Gupta** |
| **Place:** New Delhi | Managing Director | Director |
| | DIN- 00163932 | DIN- 00163749 |
| | R/o-3/41 Shanti Niketan, | R/o-3/41 Shanti Niketan |
| | New Delhi-110021 | New Delhi-110021 |

*Annexure-2*

**Form No. MGT-9**

**EXTRACT OF ANNUAL RETURN**

As on the financial year ended on 31st March, 2021

[*Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014*]

## I. REGISTRATION AND OTHER DETAILS:

| | | |
|---|---|---|
| **i)** | **CIN** | **L70100DL2010PLC200749** |
| **ii)** | Registration Date | 25/03/2010 |
| **iii)** | Name of the Company | BDR BUILDCON LIMITED |
| **iv)** | Category / Sub-Category of the Company | Company limited by Shares and Non-Government Company |
| **v)** | Address of the Registered office and contact details | 31, Jangpura Road, Bhogal, New Delhi-110014 |
| | -Email-Id | info@bdrbuildcon.com |
| | -Contact No. | 9810031551 |
| **vi)** | Whether listed company | Yes |
| **vii)** | Name, Address and Contact details of Registrar and Transfer Agent | Bigshare Services Pvt. Ltd.<br>302, Kushal Bazar, 32-33, Nehru Place, New Delhi-110019 |
| | -Email-Id | Mukesh@bigshareonline.com |
| | -Contact No. | 011-42425004, 47565852 |

## 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:-

| Sl. No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the company |
|---|---|---|---|
| | **NA** | | |

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| S. No | NAME AND ADDRESS OF THE COMPANY | CIN/GLN | HOLDING/ SUBSIDIARY / ASSOCIATE | % of shares held | Applicable Section |
|---|---|---|---|---|---|
| **NA** | | | | | |

## 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 | | | | No. of Shares held at the end of the year | | | | % change during the year | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | | |
| **A. Promoters** | | | | | | | | | | |
| **(1) Indian** | | | | | | | | | | |
| a) Individual/HUF | 4335164 | 0 | 4335164 | 65.24% | 4335164 | 0 | 4335164 | 65.24% | 0 | 0 |
| b) Central Govt.or State Govt. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Bodies Corporates | 9800 | 0 | 9800 | 0.15% | 9800 | 0 | 9800 | 0.15% | 0 | 0 |
| d) Bank/FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Any other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| **SUB TOTAL:(A) (1)** | **4344964** | **0** | **4344964** | **65.39%** | **4344964** | **0** | **4344964** | **65.39%** | **0** | **0** |
| | | | | | | | | | | |
| **(2) Foreign** | | | | | | | | | | |
| a) NRI- Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Other Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Bodies Corp. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Banks/FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Any other… | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| **SUB TOTAL (A) (2)** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| | | | | | | | | | | |
| **Total Shareholding of Promoter (A)= (A)(1)+(A)(2)** | **4344964** | **0** | **4344964** | **65.39%** | **4344964** | **0** | **4344964** | **65.39%** | **0** | **0** |
| | | | | | | | | | | |
| **B. PUBLIC SHAREHOLDING** | | | | | | | | | | |
| **(1) Institutions** | | | | | | | | | | |
| a) Mutual Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Banks/FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| C) Cenntral govt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) State Govt. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Venture Capital | 500000 | 0 | 500000 | 7.52% | 500000 | 0 | 500000 | 7.52% | 0 | 0 |

| | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Fund | | | | | | | | | | |
| f) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| g) FIIS | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Foreign Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | | | | | | | | | | |
| **SUB TOTAL (B)(1):** | **500000** | **0** | **500000** | **7.52%** | **500000** | **0** | **500000** | **7.52%** | **0** | **0** |
| | | | | | | | | | | |
| **(2) Non Institutions** | | | | | | | | | | |
| a) Bodies corporates | 1800036 | 0 | 1800036 | 27.09% | 1800036 | 0 | 1800036 | 27.09% | 0 | 0 |
| i) Indian | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| ii) Overseas | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Individual shareholders holding nominal share capital upto Rs.1 lakhs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | | | | | | | | | | |
| **SUB TOTAL (B)(2):** | **1800036** | **0** | **1800036** | **27.09%** | **1800036** | **0** | **1800036** | **27.09%** | **0** | **0** |
| | | | | | | | | | | |
| **Total Public Shareholding (B)= (B)(1)+(B)(2)** | **2300036** | **0** | **2300036** | **34.61%** | **2300036** | **0** | **2300036** | **34.61%** | **0** | **0** |
| | | | | | | | | | | |
| **C. Shares held by Custodian for GDRs & ADRs** | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | | | | | | | | | | |
| **Grand Total (A+B+C)** | **6645000** | **0** | **6645000** | **100.00 %** | **6645000** | **0** | **6645000** | **100.00%** | **0** | **0** |

**ii) Shareholding of Promoters**

| Sl No | Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in share holding 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 | Rajesh Gupta | 1,13,433 | 1.71 | Nil | 113,433 | 1.71 | Nil | Nil |
| 2 | Renu Gupta | 15,30,000 | 23.02 | Nil | 15,30,000 | 23.02 | Nil | Nil |
| 3 | Rajesh Gupta(HUF) | 6,16,659 | 9.28 | Nil | 6,16,659 | 9.28 | Nil | Nil |
| 4 | Shashank Gupta | 2075072 | 31.23 | Nil | 2075072 | 31.23 | Nil | Nil |
| 5. | BDR Builders and Developers Private Limited | 9800 | 0.15 | Nil | 9800 | 0.15 | Nil | Nil |
| | **Total** | **4344964** | **65.39** | **Nil** | **4344964** | **65.39** | **Nil** | **Nil** |

| Sl. No. | Particulars | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|---|---|---|
| | | **No. of shares** | **% of total shares of the company** | **No. of shares** | **% of total shares of the company** |
| | At the beginning of the year | **43,44,964** | **65.39%** | **43,44,964** | **65.39%** |
| | Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for | Nil | | | |

| | | | | | |
|---|---|---|---|---|---|
| | increase / decrease (e.g. allotment /transfer /bonus/sweat equity etc. | | | | |
| | At the end of the year | **43,44,964** | **65.39%** | **43,44,964** | **65.39%** |

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

**iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

| Sl. No. | | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|---|---|---|
| | | **No. of shares** | **% of total shares of the company** | **No. of shares** | **% of total shares of the company** |
| **1** | **Verma Finvest Private Limited** | | | | |
| | At the beginning of the year | 566678 | 8.53% | 566678 | 8.53% |
| | Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/sweat equity etc. | Nil | Nil | Nil | Nil |
| | At the end of the year | 566678 | 8.53% | 566678 | 8.53% |
| | | | | | |
| **2.** | **Able Management Consultants Private Limited** | | | | |
| | At the beginning of the year | 400008 | 6.02% | 400008 | 6.02% |
| | Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/sweat equity etc. | Nil | Nil | Nil | Nil |
| | At the end of the year | 400008 | 6.02% | 400008 | 6.02% |
| | | | | | |
| **3.** | **Viable Management Consultants Private Limited** | | | | |
| | At the beginning of the year | 100002 | 1.50% | 100002 | 1.50% |
| | Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/sweat equity etc. | Nil | Nil | Nil | Nil |
| | At the end of the year | 100002 | 1.50% | 100002 | 1.50% |
| | | | | | |
| **4.** | **MRJ Consultants Private Limited** | | | | |
| | At the beginning of the year | 733348 | 11.04% | 733348 | 11.04% |
| | Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for | Nil | Nil | Nil | Nil |

| | | | | | |
|---|---|---|---|---|---|
| | increase / decrease (e.g. allotment /transfer /bonus/sweat equity etc. | | | | |
| | At the end of the year | 733348 | 11.04% | 733348 | 11.04% |
| | | | | | |
| **5.** | **Next Orbit Ventures Fund** | | | | |
| | At the beginning of the year | 500000 | 7.52% | 500000 | 7.52% |
| | Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/sweat equity etc. | Nil | Nil | Nil | Nil |
| | At the end of the year | 500000 | 7.52% | 500000 | 7.52% |

**v) Shareholding of Directors and Key Managerial Personnel:**

| Sl. No. | | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|---|---|---|---|
| | | **No. of shares** | **% of total shares of the company** | **No. of shares** | **% of total shares of the company** |
| **1** | **Renu Gupta** | | | | |
| | At the beginning of the year | 1530000 | 23.02% | 1530000 | 23.02% |
| | Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/sweat equity etc. | Nil | Nil | Nil | Nil |
| | At the end of the year | 1530000 | 23.02% | 1530000 | 23.02% |
| | | | | | |
| **2.** | **Dinesh Gupta (KMP)** | | | | |
| | At the beginning of the year | Nil | Nil | Nil | Nil |
| | Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/sweat equity etc. | Nil | Nil | Nil | Nil |
| | At the end of the year | Nil | Nil | Nil | Nil |
| | | | | | |
| **3.** | **Rajesh Gupta** | | | | |
| | At the beginning of the year | 113433 | 1.71% | 113433 | 1.71% |
| | Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/sweat equity etc. | Nil | Nil | Nil | Nil |

| | | | | | |
|---|---|---|---|---|---|
| | At the end of the year | 113433 | 1.71% | 113433 | 1.71% |
| | | | | | |
| **4.** | **Ishwar Anand** | Nil | Nil | Nil | Nil |
| | At the beginning of the year | Nil | Nil | Nil | Nil |
| | Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/sweat equity etc. | Nil | Nil | Nil | Nil |
| | At the end of the year | Nil | Nil | Nil | Nil |
| | | | | | |
| **5.** | **Nidhi Adhikari** | Nil | Nil | Nil | Nil |
| | At the beginning of the year | Nil | Nil | Nil | Nil |
| | Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/sweat equity etc. | Nil | Nil | Nil | Nil |
| | At the end of the year | Nil | Nil | Nil | Nil |

**III. INDEBTEDNESS (balance sheet)**

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

| | Secured Loans excluding deposits (Rs.) | Unsecured Loans (Rs.) | Deposits (Rs.) | Total Indebtedness (Rs.) |
|---|---|---|---|---|
| **Indebtedness at the beginning of the financial year**<br>i) Principal Amount | Nil | Nil | Nil | Nil |
| ii) Interest due but not paid | Nil | Nil | Nil | Nil |
| iii) Interest accrued but not due | Nil | Nil | Nil | Nil |
| **Total (i+ii+iii)** | Nil | **Nil** | Nil | **Nil** |
| **Change in Indebtedness during the financial year**<br>· Addition | Nil | Nil | Nil | Nil |
| . Reduction | Nil | **Nil** | Nil | Nil |
| **Net Change** | **Nil** | **Nil** | **Nil** | **Nil** |

| | | | | |
|---|---|---|---|---|
| **Indebtedness at the end of the financial year**<br>i) Principal Amount | Nil | Nil | Nil | Nil |
| ii) Interest due but not paid | Nil | Nil | Nil | Nil |
| iii) Interest accrued but not due | Nil | Nil | Nil | Nil |
| **Total (i+ii+iii)** | **Nil** | **Nil** | **Nil** | **Nil** |

**V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

| S.no. | Particulars | Name of KMP<br>**Rajesh Gupta***<br>Managing Director | Total |
|---|---|---|---|
| 1. | Gross salary<br>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961<br>(b) Value of perquisites u/s 17(2) Income-tax Act, 1961<br>(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | Nil | Nil |
| 2. | Stock Option | Nil | Nil |
| 3. | Sweat Equity | Nil | Nil |
| 4. | Commission<br>- as % of profit<br>- others, specify | Nil | Nil |
| 5. | Others, please specify | Nil | Nil |
| | Total (A) | | |
| | Ceiling as per the Act | 11% of the Net Profit as per Section 197 | |

**B. REMUNERATION TO OTHER DIRECTORS: Nil**

| S. No. | Particulars of Remuneration | Name of Directors | | | | Total Amount |
|---|---|---|---|---|---|---|
| | | --- | ---- | ---- | --- | |
| | Independent Director<br>- Sitting Fees for attending board/ Committee meetings<br>- Commission<br>- Others, please specify | NIL | | | | |
| | Total (1) | | | | | |

| | | |
|---|---|---|
| | Other non- executive Directors<br>- Sitting Fees for attending board/ Committee meetings<br>- Commission | |
| | Total (2) | |
| | Total (B)=(1+2) | |
| | Total Managerial | |
| | Overall Ceiling as per the Act | |

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

| **Sl. no.** | **Particulars of Remuneration** | **Key Managerial Personnel** | | | |
|---|---|---|---|---|---|
| | | **CEO** | **Company Secretary** | **CFO** | **Total** |
| 1 | Gross salary<br>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | Nil | 3,24,000 | Nil | 3,24,000 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | NIL | NIL | NIL | NIL |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | | | | |
| 2. | Stock Option | NIL | NIL | NIL | NIL |
| 3. | Sweat Equity | | | | |
| 4. | Commission<br>- as % of profit<br>- others, specify | | | | |
| 5. | Others, please specify | Nil | Nil | NIL | Nil |
| | Total | Nil | 3,24,000 | NIL | 3,24,000 |

**VI. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES:- NA**

**On order of Board of Director**
**For *BDR Buildcon Limited***

*SD/-* *SD/-*

**Date:** 16.06.2021 **Rajesh Gupta** **Renu Gupta**

**Place:** New Delhi Managing Director Director

DIN- 00163932

DIN- 00163749

R/o-3/41 Shanti Niketan,

R/o-3/41 Shanti Niketan

New Delhi-110021 New Delhi-110021

# Annexure-1

**Pursuant to Regulation 36(3) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings ("SS-2") in respect of Director seeking appointment/re-appointment of the Annual General meeting is furnished below:**

| Name of Director | Renu Gupta<br>Director | Ishwar Anand<br>Independent Director | Rajesh Gupta<br>Managing Director | Rajinder Prasad Sharma<br>Independent Director |
|---|---|---|---|---|
| **Date of Birth** | **02/08/1972** | **14/04/1988** | **08/05/1969** | **10/05/1965** |
| **Age** | 48 | 32 | 51 | 55 |
| **DIN** | 00163749 | 06437099 | 00163932 | 06947420 |
| **Date of first appointment on the Board** | 14/06/2014 | 25/03/2010 | 09/04/2014 | 08/08/2019 |
| **Qualification** | Mrs. Renu Gupta has pursued B.SC. Maths (H) from Sri Venkateswara College, New Delhi | Mr. Ishwar Anand is a Graduate from Delhi University | Mr. Rajesh Gupta is a B.Com.(H), S.R.C.C., CA (ICAI) | Mr. Rajinder Prasad Sharma is Commerce Graduate. |
| **Experience and expertise** | She has got rich experience in handling administrative, business planning and business exploration matters. She has been Director in a number of Real Estate Companies that are engaged in the development of properties in Delhi & NCR. Her core | He has got massive experience as a Civil Contractor and Builder. He has handled number of projects in real estate over the past several years. His experience in construction adds tremendous value to the business of the company. | He has got extensive experience of over 3 decades in the areas of Business Development, HRD, Planning and Scheduling, Preparation of Technical Specifications, Energy Management, Renovation and Modernization of Units, Operation Monitoring, Financial | He has got massive experience in accounts and is working with a Chartered Accountant firm. |

| | | | | |
|---|---|---|---|---|
| | specialization lies in administration and personnel management. | | Rehabilitation Plans and Training. Prior to this he had worked at Senior Level Management and acted as a Director in many real estate companies. | |
| **Terms and condition of re-appointment/ appointment along with details of remuneration sought to be paid** | NA | NA | NA | NA |
| **Remuneration drawn** | NA | NA | NA | NA |
| **Number of Board Meeting attended during the FY 2020-2021** | | | | |
| **Directorship held in other Listed Companies (As on March 31, 2021)** | NA | NA | NA | NA |
| **Chairmanship/ Membership of Committees of the Board of Directors of other listed companies as on March 31, 2021** | NA | NA | NA | NA |
| **Chairmanship/ Membership of Committees of the Board of Directors of other** | NA | NA | NA | NA |

| | | | | |
|---|---|---|---|---|
| **companies as on March 31, 2021** | | | | |
| **Shareholding of Director in the Company (As on March 31, 2021)** | 15,30,000 Equity shares of the Company i.e. 23.02% | Nil | 1,13,433 Equity shares of the Company i.e. 1.71 | Nil |
| **Relationship with other Director/Key Managerial Personnel ("KMP")** | Mr. Rajesh Gupta Managing Director is husband of Mrs. Renu Gupta | Not related to any Director or Key Managerial Personnel of the Company. | Mr. Rajesh Gupta as husband of Mrs. Renu Gupta and Mr. Dinesh Gupta (CFO) brother of Mr. Rajesh Gupta. | Not related to any Director or Key Managerial Personnel of the Company. |

**On order of Board of Director**
**For *BDR Buildcon Limited***

***SD/-***

**Date: 16.06.2021**
**Place: New Delhi**

**Rajesh Gupta**
**Managing Director**
**DIN- 00163932**
**R/o-3/41 Shanti Niketan,**
**New Delhi-110021**

Website: www.bdrbuildcon.com
CIN: L70100DL2010PTC200749 E-mail –info@bdrbuildcon.com/ rajesh393@gmail.com

# BDR BUILDCON LIMITED

**Regd. Office: 31 Jangpura Road, Bhogal, New Delhi-110014**
**Corporate Office: 21, Third Floor, Ring Road, Lajpat Nagar – IV, New Delhi – 110024**
**Tel: 011-26477771**

## Annexure-4

## DETAILS AS PER SECTION 197(12) OF THE COMPANIES ACT, 2013

**I. DISCLOSURE UNDER RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

**(i)** The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2020-2021:

| DIRECTOR | RATIO TO MEDIAN REMUNERATION |
|---|---|
| Rajesh Gupta | Nil |
| Dinesh Gupta | Nil |
| Renu Gupta* | Nil |
| Rajinder Prasad Sharma* | Nil |
| Ishwar Anand* | Nil |

***Directors do not receive any remuneration, sitting fees, or commission from the Company.***

**(ii)** the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;

**There is no increase in the remuneration of Directors, Chief Financial Officer and Company Secretary during the financial year 2020-2021.**

**(iii)** There is no percentage increase in the median remuneration of employees during the financial year 2020-2021.

**(iv)** The number of employees on the rolls of Company as on 31st March, 2021 is One (1).

**(v)** Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;

| | **2020-21** | **2019-20** | **Increase/Decrease in %** |
|---|---|---|---|
| Average Salary of Employee other than key Managerial Personnel (Per Annum) | 0.00 | 0.00 | 0.00 |
| Managing Director/Director/CFO/CEO | 0.00 | 0.00 | 0.00 |

There is no employee other than Company Secretary in the Company, so rule 5(1)(viii) is not applicable on the Company.

**(vi)** As per rule 5(1)(xii) The Company affirms that remuneration given is as per the remuneration policy of the Company.

Presently, no remuneration is being paid to any director, only Mrs. Nidhi Adhikari, Company Secretary of the Company has received remuneration. However, it is hereby affirmed that the

remuneration paid or will be paid as per the Nomination and Remuneration Policy of the Company.

## II. DISCLOSURE UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

During the year under review no employee is covered as per rules 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, therefore no statement is required be given showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules are not applicable.

**On order of Board of Director**
**For *BDR Buildcon Limited***

| | *SD/-* | *SD/-* |
|---|---|---|
| **Date:** 16.06.2021<br>**Place:** New Delhi | **Rajesh Gupta**<br>Managing Director<br>DIN- 00163932<br>R/o-3/41 Shanti Niketan,<br>New Delhi-110021 | **Renu Gupta**<br>Director<br>DIN- 00163749<br>R/o-3/41 Shanti Niketan<br>New Delhi-110021 |

Website: www.bdrbuildcon.com
CIN: L70100DL2010PTC200749 E-mail –info@bdrbuildcon.com/ rajesh393@gmail.com

# BDR BUILDCON LIMITED

**Regd. Office: 31 Jangpura Road, Bhogal, New Delhi-110014**
**Corporate Office: 21, Third Floor, Ring Road, Lajpat Nagar – IV, New Delhi – 110024**
**Tel: 011-26477771**

**Annexure-5**

**MANAGEMENT DISCUSSION AND ANALYSIS**

**INDUSTRY OVERVIEW**

Our Company deals in all kinds of real estate projects primarily relating to the residential sector since its incorporation. Our principal focus, across our developments, is on premium residential projects as we believe that there exist significant growth opportunities in this segment of the real estate market. Most of our residential projects involve the construction of apartment complexes with multiple story apartment buildings. With each home a hallmark of an incredible amalgamation of luxury, comfort and style, BDR homes have been crafted keeping the dreams of the residents in mind.

**OPPORTUNITIES**

These are unprecedented times for the real estate sector. With several transformational changes implemented now days, the sector is witnessing paradigm shift. As a result, the going has been tough for the last couple of years, but there are signs that the sector will soon be reviving. The dust of RERA and GST is showing signs of settling down. The factors that are going to drive the demand going forward, with regulatory reforms out of the way, are rapid urbanisation, rising incomes, and the emergence of affordable and nuclear housing.

**THREATS**

*1. Industrial Cyclicality*

The real estate market is inherently a cyclical market and is affected by macroeconomic conditions, changes in applicable governmental schemes, changes in supply and demand for Projects, availability of Consumer financing and liquidity.

*2. Statutory Approvals*

The real estate sector in India is heavily regulated by the central, state and local governments. Real estate developers are required to comply with a number of laws and regulations, including policies and procedures established and implemented by local authorities in relation to land acquisition, transfer of property, registration and use of land. These laws often vary from state to state.

**OUTLOOK**

The Indian real estate sector is on the cusp of a major transformation. India's major fragmented property sector is witnessing a major change as far reaching reforms like the introduction of GST and the Real Estate (Regulation and Development) Act, 2016 (RERA) drive consolidation. These changes combined with the most affordable house prices in decades should lead to an improvement in sentiment which is extremely important for the revival of the sector. We strongly believe our focus on building presence in high return markets with a deep focus on execution across our project portfolio puts us in a strong position to benefit from a robust recovery in the sector and improve market share in the years ahead.

**HUMAN RESOURCE MANAGEMENT & SAFETY**

During the financial year, the Company had cordial relations with workers, staff and officers. Company believes in empowering its employees through greater knowledge, team spirit and developing greater sense of responsibility.

**INTERNAL CONTROL SYSTEM**

The Company has adequate internal control systems and procedures designed to effectively control the operations. The internal control systems are designed to ensure that the financial and other records are reliable for the preparation of financial statements. The Company has well designed Standard Operating Procedures.

**FINANCIAL RESULTS**

The Company's financial performances for the financial year under review along with previous year's figures are given hereunder:

| PARTICULAR | 2020-21 | 2019-20 |
|---|---|---|
| **Income from:** | | |
| **-Business Operations** | Nil | Nil |
| **-others** | 36,06,069 | 67,67,171 |
| **Total Income** | 36,06,069 | 67,67,171 |
| **Less Interest** | Nil | Nil |
| **Expenses (including other expenses)** | 6,40,807 | 18,88,209 |
| **Profit before Depreciation** | 29,65,262 | 48,78,962 |
| **Less Depreciation** | Nil | Nil |
| **Profit after depreciation and Interest** | 29,65,262 | 48,78,962 |
| **Less Current Income Tax** | Nil | Nil |
| **Less Previous year adjustment of Income Tax** | Nil | 43,696 |
| **Net Profit after Tax** | 29,65,262 | 48,35,266 |
| **Balance carried to Balance Sheet** | 29,65,262 | 48,35,266 |
| **Earning per share (Basic)** | 0.45 | 0.73 |
| **Earning per Share (Diluted)** | 0.45 | 0.73 |

**On order of Board of Director**
**For *BDR Buildcon Limited***

**Date:** 16.06.2021
**Place:** New Delhi

**SD/-**
**Rajesh Gupta**
Managing Director
DIN- 00163932
R/o-3/41 Shanti Niketan,
New Delhi-110021

**SD/-**
**Renu Gupta**
Director
DIN- 00163749
R/o-3/41 Shanti Niketan
New Delhi-110021

# SECRETARIAL AUDIT REPORT

[Pursuant to section 204 (1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

To,

**The Members,**
BDR Buildcon Limited
Corp Off: 21, Ring Road, Third Floor,
Front Portion, Lajpat Nagar, New Delhi-110024.

Dear Sir(s),

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BDR Buildcon Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute Books, Papers, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by BDR Buildcon Limited ("the Company"), for the financial year ended on 31st March, 2021 according to the provisions of:

   (i) The Companies Act, 2013 (the Act) and the rules made there under ;

   (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

   (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

   (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(a) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015;

KANISHK ARORA Digitally signed by KANISHK ARORA Date: 2021.06.18 20:32:45 +05'30'

(b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 [**Not applicable as the company has not issued any further share capital during the period under review]**

(c) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; [**Not Applicable as the company has not offered any shares or granted any options pursuant to any employee benefit scheme during the period under review]**

(d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **[Not applicable as the company has not issued and listed any debt securities during the financial year under review]**

(e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 [**Not applicable as the Company has not delisted/proposed to delist its equity shares from any Stock Exchange during the financial year under review];**

(g) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 [**Not applicable as the company has not bought back/proposed to buy-back any of its securities during the financial year under review]**

2. Provisions of the Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings were not attracted to the Company under the financial year under report.

3. We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We have also examined compliances with the applicable clauses of Secretarial Standards (SS-1 and SS-2) issued by the Institute of Company Secretaries of India and it was noted that the Company has complied with the same to the extent possible.

It was also observed that the Company has complied with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further report that the compliances by the company of applicable financial laws, like direct and indirect tax laws have not been reviewed in this audit since the same have been subject to review by the Statutory Financial Auditors and other designated professionals.

KANISHK ARORA
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Date: 2021.06.18 20:33:04 +05'30'

**We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice(s) were given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through, while the dissenting members' views, if any, are captured and recorded as part of the minutes. All the decisions of the Board were unanimously passed and no dissenting views have been recorded in the Minutes of the Board.

As per the records, the Company generally filed all the forms, returns, documents and resolutions as were required to be filed with the Registrar of Companies and other authorities and all the formalities relating to the same is in compliance with the Act.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**For Kanishk Arora & Co.**
*Company Secretaries*

KANISHK ARORA
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Date: 2021.06.18 20:33:32 +05'30'

**Kanishk Arora**
**Proprietor**

CP No. -13253
FCS No. -9575

Date: 16th June, 2021
Place: New Delhi

UDIN: F009575C000471762

Note: This report is to be read with Annexure-1, attached herewith and forms an integral part of this report.

## ANNEXURE – I

1. Maintenance of Secretarial Records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these Secretarial Records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Kanishk Arora & Co.**
*Company Secretaries*

KANISHK ARORA
Digitally signed by KANISHK ARORA
Date: 2021.06.18 20:33:50 +05'30'

**Kanishk Arora**
**Proprietor**

CP No. - 13253
FCS No. – 9575

Date: 16th June, 2021
Place: New Delhi

UDIN: F009575C000471762

# INTERNAL AUDIT REPORT

# M/S BDR BUILDCON LIMITED

| | |
|---|---|
| **Report No.** | **Real Estate Industries/Internal Audit/20-21/01** |
| **Date** | **31/03/2021** |
| **Area** | **General Accounting & Statutory Compliance** |
| **Location** | **21, Ring Road, Third floor, Front portion, Lajpat Nagar- IV, New Delhi-110024.(Corporate Office Address)** |
| **Period Covered** | **April 2020 to March 2021** |
| **Report Distribution** | **Board of Directors** |

# TABLE OF CONTENTS

-Scope & Objectives
- Backgrounds
-Rating Scale
-Detailed Observations and Recommendations

## SPECIFIC OBJECTIVES & AUDIT APPROACH

- Review of policies, procedures and processes to gain an Understanding of existing processes
- Evaluation of present business process
- Timely identify the irregularities and correcting the same.
- Identification and Evaluation of controls over risk
- Improvements in existing business processes
- Timely Compliance of various statutory provision
- To improve effectiveness of current operating procedures, existing controls and identifies opportunities for improvement.
- Observations of lesser significance were discussed with appropriate management for information and corrective action, as necessary.

## Background

| | |
|---|---|
| **Name** | **M/s BDR Buildcon Limited** |
| **Organisation Type** | Limited Company listed on NSE'S Emerge Institutional Trading Platform |
| **Registered Office** | 31, Jangpura Road, Bhogal, New Delhi-110014 |
| **Corporate office Address** | 21, Ring Road, Third Floor, Front Portion, Lajpat Nagar- IV, New Delhi-110024 |
| **Brief about the Organization** | BDR Buildcon Limited specializes in Boutique Residential Projects. The company is part of BDR Group. |
| **Objective of Internal Audit** | Currently Company is not engaged in any new project but Profit from booking in previous project is generated during the year.<br>So objectives of Internal Audit is to see audit risk (inherent risk, control risk and detection risk) in internal control system and if |

| | |
|---|---|
| | any shortcoming found same is reported to the management for immediate action. |
| **Scope of Internal Audit** | As previously reported earlier, there is no current project during the period and total vouchers during the period are below two hundred so scope of internal audit is not wide. |
| **Methodology Adopted for conducting internal audit** | I have adopted various methodology internal audit engagement viz. interviews of employees, observations and checking vouchers and records. |

## Rating Scale

Seriousness of reported audit findings varies significantly. In order to provide consistency in reporting audit findings, significance of each finding is prioritized into "High to Low" Which is a relative scale in the context of an area or process under review. Details of each category are explained below:

**High Risk (H) -** Represents critical control weaknesses requiring prompt action to mitigate information systems or business process vulnerabilities. Adequate compensating controls do not exist to mitigate risk exposure, or may not be sufficient given the impact of a risk occurrence should it occur. Regulatory non-compliances involving penalties/prosecutions are also included in this category.

**Medium Risk (M)** - Represents moderate control weaknesses requiring near-term management focus to strengthen existing controls. Some compensating controls are present, but additional controls are necessary to further mitigate risk exposure.

**Low Risk (L) -** Represents minor control weaknesses requiring management focus to enhance existing controls. Compensating controls are present to mitigate exposure (or if not, the impact of a risk occurrence is minor), but opportunities exist to enhance controls or improve operating efficiency.

RISK CATEGORY

Financial (F) – Reliability of financial reporting / financial impact.

Compliance (C) – Compliance with applicable laws and regulations.

## Detailed Observations and Recommendations

As previously reported earlier, there is no current project during the period.

Notwithstanding that Company has adopted sufficient internal control for day to day working of the company and following are findings while conducting internal audit engagement.

### Audit Observations

| | | | |
|---|---|---|---|
| 1. | **Misc. Expenses** | **Audit Observation** | On Vouching of miscellaneous expenses no supporting are found in respect such expenses. |
| | | **Recommendation** | Company should keep supporting of all expenses which are generally made in cash. |

**DISCLAIMER**- We has restricted our work to the scope of the assignment as detailed above. This report addresses the deficiencies in the internal controls pertaining to the operations of

BDR Buildcon Limited. I do not assume any responsibility for the non-discovery of any frauds or misappropriations, which could have occurred during the period under review.

**For Naveen Upadhyaya & Associates**
**Chartered Accountant**

**SD/-**

**Raman Kumar**
**Partner**
**M.No.-539261**

**Place: New Delhi**
**Date: 16.06.2021**

**SANJAY CHOPRA & CO.**
**CHARTERED ACCOUNTANTS**
**G-80, LAJPAT NAGAR-I, NEW DELHI-110024**
**Ph.:29818446, 9560998500/01, E-mail: sanjaychopraca@hotmail.com**

## INDEPENDENT AUDITOR'S REPORT ON THE AUDIT OF THE INTERIM STANDALONE FINANCIAL RESULTS

To Board of Directors of
**BDR BUILDCON LIMITED**

### Opinion

We have audited the accompanying standalone quarterly financial results of **BDR BUILDCON LIMITED** ("the Company"), for the quarter and year ended on March 31, 2021 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulation").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015, as amended; and

ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information for the quarter and year ended March 31, 2021.

### Basis for opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the standalone Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Management Responsibility for Standalone Financial Results

These quarterly financial results as well as the year to date standalone financial results have been prepared on the basis of the interim financial Statements. The Company's Board of Directors are responsible for the preparation and presentation of interim standalone financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 'Interim Financial Reporting' prescribed under

SANJAY CHOPRA & CO. New Delhi Chartered Accountants

section 133 of the Act read with relevant rules issued there under and other accounting principles generally accepted in India and in compliance with Regulation 33 of the listing Regulation. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the interim standalone financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

**Auditor's Responsibilities for the Audit of the standalone Financial Results**

Our objectives are to obtain reasonable assurance about whether the interim standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the interim standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Director.

SANJAY CHOPRA & CO. New Delhi Chartered Accountants

- Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**For SANJAY CHOPRA & CO.**
CHARTERED ACCOUNTANTS
FIRM REG. NO.: 011074N

SANJAY CHOPRA & CO. New Delhi Chartered Accountants

SANJAY CHOPRA
PARTNER
FCA, M. No.: 084810

Place: New Delhi
Date: 03.05.2021
UDIN: 21084810AAAACR1880

BDR BUILDCON LIMITED

STANDALONE BALANCE SHEET AS AT 31 MARCH 2021

(All amounts in Rs unless otherwise stated)

| | Notes | As at 31 March 2021 Amount in INR | As at31 March 2020 Amount in INR |
|---|---|---|---|
| **Assets** | | | |
| **Non-current assets** | | | |
| Non-current tax assets (net) | 3 | 39,844 | - |
| | | 39,844 | - |
| **Current assets** | | | |
| Financial assets | 4 | | |
| a) Investments | | 4,72,75,246 | 4,48,16,005 |
| b) Cash and cash equivalents | | 4,72,44,271 | 1,72,944 |
| c) Bank balance other than Cash and cash equivalents | | - | 4,66,00,000 |
| d) Other financial assets | | - | 39,410 |
| Current Tax Assets | 5 | 14,841 | 39,844 |
| | | 9,45,34,358 | 9,16,68,204 |
| **Total Assets** | | **9,45,74,202** | **9,16,68,203** |
| **Equity and liabilities** | | | |
| Equity | | | |
| Equity Share Capital | 6 | 6,64,50,000 | 6,64,50,000 |
| Other Equity | 7 | 2,80,91,560 | 2,51,26,298 |
| Total Equity | | 9,45,41,560 | 9,15,76,298 |
| **Current liabilities:** | | | |
| Financial liabilities | 8 | | |
| a) Trade payables | | - | - |
| Total outstanding dues of micro enterprises and small enterprises | | - | - |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | | 32,642 | 91,905 |
| Total Current liabilities | | 32,642 | 91,905 |
| Total liabilities | | 32,642 | 91,905 |
| **Total equity and liabilities** | | **9,45,74,202** | **9,16,68,203** |

| | |
|---|---|
| Corporate Information and Summary of significant accounting policies | 1 & 2 |
| Contingent liabilities and commitments | 14 |
| Other notes to accounts | 15 |

**The accompanying notes are an integral part of these financial statements**

As per our audit report of even date
**For Sanjay Chopra & Co.**
Chartered Accountants
Firm Registration No.: 011074N

**SANJAY CHOPRA**
Partner, FCA
Membership No.: 084818

*For and on behalf of Board of Directors of*
**BDR BUILDCON LIMITED**
**CIN: L70100DL2010PLC200749**

**Managing Director**
Rajesh Gupta
DIN: 00163932

**Director**
Renu Gupta
DIN: 00163749

BDR BUILDCON LIMITED

STANDALONE STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2021

(All amounts in Rs unless otherwise stated)

| | Notes | Year ended 31st March, 2021 | Year ended 31st March, 2020 |
|---|---|---|---|
| Revenue from operations | 9 | - | - |
| Other income | 10 | 36,06,069 | 67,67,171 |
| **TOTAL INCOME (I)** | | **36,06,069** | **67,67,171** |
| **EXPENSES** | | | |
| Employee benefits expenses | 11 | 3,24,000 | 3,00,000 |
| Other expenses | 12 | 3,16,807 | 15,88,209 |
| **TOTAL EXPENSES (II)** | | **6,40,807** | **18,88,209** |
| Profit before tax | | 29,65,262 | 48,78,962 |
| **Tax expenses** | | | |
| Current tax | | - | - |
| Income Tax of Earlier Year | | - | 43,696 |
| Deferred tax credit/(charge) | | - | - |
| Total tax expense | | - | 43,696 |
| **Profit for the Year** | | 29,65,262 | 48,35,266 |
| **Other Comprehensive Income (OCI)** | | | |
| Items that will not be reclassified to profit or loss | | | |
| Income tax relating to items that will not be reclassified to profit or loss | | - | - |
| Net other comprehensive income/ (losses) not to be reclassified to profit or loss in subsequent periods | | - | - |
| **Other comprehensive income for the year, net of tax** | | - | - |
| **Total Comprehensive Income for the year** | | **29,65,262** | **48,35,266** |
| **Earnings per share** | 13 | | |
| Basic (₹) | | 0.45 | 0.73 |
| Diluted (₹) | | 0.45 | 0.73 |
| **Weighted average equity shares used in computing earnings per equity share** | | | |
| Basic | | 6645000 | 6645000 |
| Diluted | | 6645000 | 6645000 |
| Corporate Information and Summary of significant accounting policies | 1 & 2 | | |
| Contingent liabilities and commitments | 14 | | |
| Other notes to accounts | 15 | | |

The accompanying notes are an integral part of these financial statements

As per our audit report of even date
**For Sanjay Chopra & Co.**
Chartered Accountants
Firm Registration No.: 011074N

**SANJAY CHOPRA**
Partner, FCA
Membership No.: 084816

SANJAY CHOPRA & CO. New Delhi Chartered Accountants

Place: New Delhi
Date: 03-05-2021

*For and on behalf of Board of Directors of*
**BDR BUILDCON LIMITED**
CIN: L70100DL2010PLC200749

BDR BUILDCON LIMITED NEW DELHI

**Managing Director**
Rajesh Gupta
DIN: 00163932

**Director**
Renu Gupta
DIN: 00163749

**Company Secretary**
Nidhi Adhikari
Membership No. A28099

**BDR BUILDCON LIMITED**

**Notes to Standalone Financial Statements for the year ended 31 March 2021**

## 1. Corporate Information

BDR Buildcon Limited (the 'Company') is a public company (CIN- L70100DL2010PLC200749) domiciled in India and incorporated under the provisions of the Companies Act, 2013. The Registered office of the company is situated at 31, Jangpura Road, New Delhi-110014. The Company is engaged in the business of constructing, developing, promoting, managing, operating and dealing in Real Estate Projects. The Company caters to domestic markets only.

## 2. Summary of Significant Accounting Policies

### 2.1 Basis of preparation

**Statement of Compliance:**

The Company prepared its Standalone financial statements to comply with the accounting standards specified under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time and guidelines isued by Securities and Exchange Board of India ("SEBI"). These Standalone financial statements includes Balance Sheet as at 31 March 2021, the Statement of Profit and Loss including Other Comprehensive Income, Cash flows Statement and Statement of changes in equity for the year ended 31 March 2021,

**Basis of Measurement:**

The Standalone Financial Information for the year ended 31 March 2021 and year ended 31 March 2020 has been prepared on an accrual basis and a historical cost convention, except for the following financial assets and liabilities which have been measured at fair value or amortised cost at the end of each reporting period:-

Derivative financial instruments

- Certain financial assets and liabilities (refer accounting policy regarding financial instruments)

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between

The financial statements are presented in Indian Rupees ("INR") except otherwise indicated.

### 2.2 Summary of significant accounting policies

**a. Current versus non current classification**

The Company presents assets and liabilities in the balance sheet based on current / non-current classification. . It has been classified as current or non-current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013.

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

SANJAY CHOPRA & CO. New Delhi Chartered Accountants

A liability is treated as current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the

The Company classifies all other liabilities as non-current.

**b. Revenue Recognition**

IND AS 115 was made effective from 1 April 2018 and establishes a five-step model to account for revenue arising from contracts with customers. The new revenue standard replaced IND AS 18 & IND AS 11 and interpretations on revenue recognition related to sale of goods and services. The Company has applied the modified retrospective approach and accordingly has included the impact of Ind AS 115

**i. Revenue from Sale of goods**

Recognition of revenue arising from the real estate sales is made when (a) the seller has transferred to the buyer all significant risks and rewards of ownership and the seller retains no effective control of the real estate to a degree usually associated with ownership; and (b) no significant uncertainty exists regarding the amount of consideration that will be derived from the real estate sales; and (c) it is not unreasonable to expect ultimate.

**ii. Other Income**

Other income is comprised primarily of interest income, dividend and gain/loss on translation of other assets and liabilities. Interest income for all financial assets measured either at amortized cost or FVTPL is recognized using the

**c. Income taxes**

Tax expenses comprise current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit and loss is recognised outside profit and loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in Other Comprehensive Income (OCI) or directly in equity. Deferred tax relating to items recognised outside profit and loss is recognised outside profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred income taxes reflect the impact of temporary differences between taxable income and accounting income originating during the current year and reversal of temporary differences for the earlier years. Deferred income tax is measured using the tax rates and the tax laws enacted or substantially enacted at the reporting date.

SANJAY CHOPRA & CO. New Delhi Chartered Accountants

BDR BUILDCON LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

**Note 3: Non-current Tax Assets (Net)**

| | 31-Mar-21<br>Amount in INR | 31-Mar-20<br>Amount in INR |
|---|---|---|
| Non-current tax assets (net of provision for taxation) | 39,844 | - |
| **Net current income tax asset** | **39,844** | **-** |

**Note 4: Financial assets**

**Note 4 (a) : Investments**

| **Quoted** | 31-Mar-21<br>Amount in INR | 31-Mar-20<br>Amount in INR |
|---|---|---|
| **Investments at fair value through P&L** | | |
| **Investment in Mutual Fund** | | |
| Edelweiss Arbitrage Fund- Dividend Plan | 4,72,75,246 | 4,48,16,005 |
| **Total FVTPL Investments (Quoted)** | **4,72,75,246** | **4,48,16,005** |
| Aggregate amount of quoted investments | 4,72,75,246 | 4,48,16,005 |

**Note 4 (b) : Cash and cash equivalents**

| | 31-Mar-21<br>Amount in INR | 31-Mar-20<br>Amount in INR |
|---|---|---|
| Balances with banks | | |
| - In current account | 4,70,93,653 | 1,12,320 |
| Cash on hand | 1,50,618 | 60,624 |
| | **4,72,44,271** | **1,72,944** |

**Note 4 (c) : Bank balance other than cash and cash equivalents**

| | 31-Mar-21<br>Amount in INR | 31-Mar-20<br>Amount in INR |
|---|---|---|
| Deposits with original maturity for more than 3 months but less than 12 months | - | 4,66,00,000 |
| | **-** | **4,66,00,000** |

**Note 4 (d) : Other Financial assets**

| | 31-Mar-21<br>Amount in INR | 31-Mar-20<br>Amount in INR |
|---|---|---|
| Interest accrued on fixed deposits | - | 39,410 |
| **Total other financial assets** | **-** | **39,410** |

**Note 5: Current Tax Assets**

| | 31-Mar-21<br>Amount in INR | 31-Mar-20<br>Amount in INR |
|---|---|---|
| TDS Receivables | 14,841 | 39,844 |
| **Total Current Tax Assets** | **14,841** | **39,844** |

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**Note 6: Share Capital**

**Authorised Share Capital**

| | Equity shares | |
|---|---|---|
| | Numbers | Amount in INR |
| At 1 April 2019 | 10,00,000 | 1,00,00,000 |
| Increase / (decrease) during the year | | - |
| At 31 March 2020 | 10,00,000 | 1,00,00,000 |
| Increase / (decrease) during the year | - | - |
| At 31 March 2021 | 10,00,000 | 1,00,00,000 |

**Issued, subscribed and fully paid-up shares**

| Equity shares of INR 10 each issued, subscribed and fully paid | Numbers | Amount in INR |
|---|---|---|
| At 1 April 2019 | 66,45,000 | 6,64,50,000 |
| Changes during the year | | - |
| At 31 March 2020 | 66,45,000 | 6,64,50,000 |
| Changes during the year | - | - |
| At 31 March 2021 | 66,45,000 | 6,64,50,000 |

**Details of shareholders holding more than 5% shares in the company**

| | As at 31 March 2021 | | As at 31 March 2020 | |
|---|---|---|---|---|
| Name of the shareholder | Numbers | % holding in the class | Numbers | % holding in the class |
| Equity shares of ' 10/- each fully paid | | | | |
| Rajesh Gupta(Huf) | 6,16,659 | 9.28% | 6,16,659 | 9.28% |
| Renu Gupta | 15,30,000 | 23.02% | 15,30,000 | 23.02% |
| Shashank Gupta | 20,75,072 | 31.23% | 20,75,072 | 31.23% |
| Next Orbit Ventures Fund | 5,00,000 | 7.52% | 5,00,000 | 7.52% |
| Verma Finvest Private Limited | 5,66,678 | 8.53% | 5,66,678 | 8.53% |
| Able Management Consultants Pvt Ltd | 4,00,008 | 6.02% | 4,00,008 | 6.02% |
| MRJ Consultants Pvt Ltd | 7,33,348 | 11.04% | 7,33,348 | 11.04% |
| | **64,21,765** | | **64,21,765** | |

**Terms/ rights attached to equity shares:**

The company has only one class of equity shares having par value of ' 10 per share. Each holder of equity shares is entitled to one vote per share.

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

The Company has issued Nil shares of Rs 10/- as fully paid up pursuant to contract(s) without payment being received in cash, or by way of bonus shares out of free reserves during the period of five years immediately preceding the date as at which Balance Sheet is prepared.

The company has not bought any shares by way of buy back during the period of five years immediately preceding date as at which Balance Sheet is prepared

There are no calls unpaid on issued shares.

No Shares have been forfeited by the company.

**Note 7: Other equity**

| Total other equity | 31-Mar-21<br>Amount in INR | 31-Mar-20<br>Amount in INR |
|---|---|---|
| Surplus in the Statement of Profit and Loss / Retained earnings | 2,80,91,560 | 2,51,26,298 |
| | 2,80,91,560 | 2,51,26,298 |

**Surplus in the Statement of Profit and Loss/ Retained earnings**

| | Amount in INR |
|---|---|
| At 1 April 2019 | 2,02,91,032 |
| Add: Profit during the year | 48,35,266 |
| At 31 March 2020 | 2,51,26,298 |
| Add: Profit during the year | 29,65,262 |
| At 31 March 2021 | 2,80,91,560 |

SANJAY CHOPRA & CO. New Delhi Chartered Accountants

## BDR BUILDCON LIMITED

### STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2021

**a. Equity Share Capital:**

| Equity shares of ` 10 each issued, subscribed and fully paid | Nos. | Amount in INR |
|---|---|---|
| At 1 April 2019 | 66.45.000 | 6.64.50.000 |
| Changes in equity share capital during 2019-20 (Note 6) | - | - |
| At 31 March 2020 | 66.45.000 | 6.64.50.000 |
| Changes in equity share capital during 2020-21 (Note 6) | - | - |
| At 31 March 2021 | 66.45.000 | 6.64.50.000 |

**b. Other Equity:**

| Particulars | Retained earnings (Note 7) | Total other equity |
|---|---|---|
| Balance as at 1st April 2019 | 2.02.91.032 | 2.02.91.032 |
| Net Profit for the year | 48.35.266 | 48.35.266 |
| Other comprehensive income | - | - |
| Total comprehensive income | 48.35.266 | 48.35.266 |
| **Balance as at 31 March 2020** | 2.51.26.298 | 2.51.26.298 |

| Particulars | Retained earnings (Note 7) | Total other equity |
|---|---|---|
| Balance as at 1st April 2020 | 2.51.26.298 | 2.51.26.298 |
| Net Profit for the year | 29.65.262 | 29.65.262 |
| Other comprehensive income | - | - |
| Total comprehensive income | 29.65.262 | 29.65.262 |
| **Balance as at 31 March 2021** | **2,80,91,560** | **2,80,91,560** |

SANJAY CHOPRA & CO. New Delhi Chartered Accountants

**Financial Liabilities**

**Note 8: Trade Payable**

| | 31-Mar-21<br>Amount in INR | 31-Mar-20<br>Amount in INR |
|---|---|---|
| Total outstanding dues of micro and small enterprises | | |
| Trade payables - Others | - | - |
| Trade payables to related parties | - | - |
| Total outstanding dues of creditors other than micro and small enterprises | | |
| Trade payables - Others | 32,642 | 91,905 |
| Trade payables to related parties | - | - |
| | **32,642** | **91,905** |

**Note**

(a) During the year the company has not any received memorandum from Micro, Small and Medium Enterprises, as defined in Micro, Small, Medium Enterprises Development Act, 2006. This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

| | 31-Mar-21<br>Amount in INR | 31-Mar-20<br>Amount in INR |
|---|---|---|
| (i) Principal amount and interest due thereon remaining unpaid to any supplier covered under MSMED Act : | | |
| Principal | - | - |
| Interest | - | - |
| (ii) The amount of interest paid by the buyer in terms of section 16, of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year. | - | - |
| (iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act. | - | - |
| (iv) The amount of interest accrued and remaining unpaid at the end of each accounting year | - | - |
| (v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006 | - | - |

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**Note 9: Revenue from operations**

| | 31-Mar-21<br>Amount in INR | 31-Mar-20<br>Amount in INR |
|---|---|---|
| Operating Revenue | - | - |
| | - | - |

**Note 10: Other income**

| | 31-Mar-21<br>Amount in INR | 31-Mar-20<br>Amount in INR |
|---|---|---|
| Interest income on Bank Deposit | 1,51,999 | 3,98,440 |
| Dividend Income | - | 62,18,731 |
| Profit on Sale of Investment | 4,01,390 | |
| Gain on Revaluation of Investment | 30,52,679 | |
| Amount written off | - | 1,50,000 |
| **Total Other income** | **36,06,069** | **67,67,171** |

**Note 11: Employee benefits expenses**

| | 31-Mar-21<br>Amount in INR | 31-Mar-20<br>Amount in INR |
|---|---|---|
| Salaries and bonus | 3,24,000 | 3,00,000 |
| | **3,24,000** | **3,00,000** |

**Note 12: Other expenses**

| | 31-Mar-21<br>Amount in INR | 31-Mar-20<br>Amount in INR |
|---|---|---|
| Power and fuel | 22,930 | 40,070 |
| Rates and taxes | 476 | 437 |
| Publication Expenses | 64,262 | 52,837 |
| Filing Fee | 1,17,450 | 37,350 |
| Communication Cost | 19,089 | 25,474 |
| Legal and professional fees | 38,500 | 41,000 |
| Loss on Sale of Investment | - | 11,33,363 |
| Loss on Revaluation of Investment | - | 1,96,313 |
| Payment to Auditors | 29,500 | 29,500 |
| Miscellaneous expenses | 24,600 | 31,866 |
| **Total Other Expenses** | **3,16,807** | **15,88,209** |

**Note 13: Earnings Per Share**

| Particulars | | 2020-21 | 2019-20 |
|---|---|---|---|
| Profit after taxation | | 29,65,262 | 48,35,266 |
| Weighted average number of equity shares for basic and diluted earning per share | | 66,45,000 | 66,45,000 |
| **Earning per share- Basic and Diluted (one equity share of Rs. 10 each)** | | 0.45 | 0.73 |

**Note:**

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period.
Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

**Note 14: 'Contingent liabilities and commitments**

(A) Contingent liabilities (to the extent not provided for)
Nil

(B) Commitments
Nil

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**BDR BUILDCON LIMITED**
**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021**

**Note 15: Related Party Disclousers**

a) **Key management personnel**

| | |
|---|---|
| Dinesh Gupta | Director |
| Rajesh Gupta | Managing Director |
| Renu Gupta | Director |
| Rajinder Prasad Sharma | Director |
| Ishwar Anand | Director |
| Nidhi Adhikari | Company Secretary |

b) **Transactions with KMP :-**

| | For the period ended 31 March 2021 | For the period ended 31 March 2020 |
|---|---|---|
| **(i) Acceptance of Loan** | | |
| Rajesh Gupta | 4,00,000 | - |
| **(ii) Repayment of Loan** | | |
| Rajesh Gupta | 4,00,000 | - |

As per our audit report of even date
**For Sanjay Chopra & Co.**
Chartered Accountants
Firm Registration No : 011074N

*For and on behalf of Board of Directors of*
**BDR BUILDCON LIMITED**
**CIN: U70100DL2010PLC200749**

**SANJAY CHOPRA**
Partner, FCA
Membership No: 084810

**Managing Director**
Rajesh Gupta
DIN: 00163932

**Director**
Renu Gupta
DIN: 00163749

**Company Secretary**
Nidhi Adhikari
Membership No. A28099

Place: New Delhi
Date: 03-05-2021

**c. Financials assets at fair value through profit or loss**

A financial asset which is not classified in any of the above categories is subsequently fair valued through Statement of

*De-recognition of financial assets*

A financial asset is primarily de-recognized when thecontractual rights to receive cash flows from the asset have expired or the Company has transferred its rights to receivecash flows from the asset.

**Non - derivative financial liabilities**

*Subsequent measurement*

Subsequent to initial recognition, all non-derivative financial liabilities are measured at amortized cost using the

*De-recognition of financial liabilities*

A financial liability is de-recognized when the obligation underthe liability is discharged or cancelled or expires. When anexisting financial liability is replaced by another from thesame lender on substantially different terms or the terms of anexisting liability are substantially modified, such an exchangeor modification is treated as the de-recognition of the originalliability and the recognition of a new liability. The difference inthe respective carrying amounts is recognized in the statementof profit or loss

**Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize theassets and settle the liabilities simultaneously

**g. Use of estimates and judgments**

In the course of applying the policies outlined in all notes, the Company is required to make judgments, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the standalone financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur. The Company uses the following critical accounting estimates in preparation of its financial statements:

SANJAY CHOPRA & CO. New Delhi Chartered Accountants

i. **Provisions**

Provisions are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can reasonably be estimated. The timing of recognition requires application of judgement to existing facts and circumstances which may be subject to change.

ii. **Contingencies**

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognized. Contingent assets are neither recognised nor disclosed in the financial statements.

**iii. Provision for income tax and deferred tax assets**

The Company uses estimates and judgments based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax. A deferred tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Accordingly, the Company exercises its judgment to reassess the

**iv. Impairment of non-financial assets**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If an indication exists, or when the annual impairment testing of the asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an assets or Cash-generating-unit's (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from the other assets or group of assets. When the carrying

**v. Employees Benefits**

The accounting of employee benefit plans in the nature of defined benefit requires the Company to use assumptions. These assumptions have been explained under employee benefits note.

**vi. Estimation of uncertainties relating to the global health pandemic from COVID-19**

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying of business operation of the company. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these financial statements has used internal and external sources of information including economic forecasts. The Company has performed sensitivity analysis on the assumptions used and based on current estimates expects the carrying amount of all these assets will be recovered. The impact of COVID-19 on the Company's financial statements

**h. Cash Flow Statement**

Cash flows are reported using the indirect method, whereby profit for the year is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing

i. Figures relating to previous year have been regrouped wherever necessary to make them comparable with the current

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**g.Financial Instruments**

A financial instrument is any contract that gives rise to afinancial asset of one entity and a financial liability or equityinstrument of another entity.

*Initial recognition and measurement*

Financial assets and liabilities are recognized when the company becomes a party to the contract embodying the related financial instruments. All financial assets, financial liability and financial guarantee contracts are initially measured at transaction cost and where such values are different from the fair value, at fair value. Transaction cost that are directly attributable to the acquisition or issue of financial asset and financial liabilities (other than financial asset and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset and financial liability. Transaction cost directly attributable to the acquisition of

**Non- derivative financial assets**

*Subsequent measurement*

For purposes of subsequent measurement, financial assets are classified in two broad categories:

- Financials assets at amortised cost
- Financials assets at fair value

Where assets are measured at fair value, gains and losses are either recognised entirely in the statement of Statement of Profit & Loss (i.e., fair value through Statement of Profit & Loss), or recognised in other comprehensive income (i.e., fair value through other comprehensive income).

**a. Financials assets carried at amortised cost**

A financials asset that meets the following two conditions is measured at amortised cost (net of Impairment) unless the asset is designated at fair value through Statement of Profit & Loss under the fair value option.

- Business Model test: The objective of the Company's business model is to hold the financial assets to collect the contractual cash flow (rather than to sell the instrument prior to its contractual maturity to realize its fair value changes).
- Cash flow characteristics test: The contractual terms of the financial assets give rise on specified dates to cash flow that are solely payments of principal and interest on the principal amount outstanding.

**b. Financials assets at fair value through other comprehensive income**

Financials assets is subsequently measured at fair value through other comprehensive income if it is held with in a business model whose objective is achieved by both collections contractual cash flows and selling financial assets and the contractual terms of the financial assets give rise on specified dated to cash flows that are solely payments of

For equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit & Loss

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Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for deductible temporary differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company has unabsorbed depreciation or carry forward tax losses. all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

At each reporting date, the company re-assesses unrecognised deferred tax assets. It recognises unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

**d. Earnings Per share**

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as fresh issue, bonus issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. Dilutive potential equity shares

**e. Cash and cash equivalents**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand, cheques in hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purposes of cash flow statement consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

**f. Segment reporting**

The company is mainly engaged in Real Estate developments and as such this is the only Reportable Segment as per Indian Accounting Standard on Segment Reporting (IND AS 108) issued.

SANJAY CHOPRA & CO. New Delhi Chartered Accountants

**BDR BUILDCON LIMITED**

**STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021**

(All amounts in Rs. unless otherwise stated)

| PARTICULARS | Year Ended | |
|---|---|---|
| | 31.03.2021 | 31.03.2020 |
| **A. Cash Flow From Operating Activities** | | |
| Profit before taxation | 29,65,262 | 48,78,962 |
| Adjustments to reconcile profit before tax to net cash flows: | | |
| (Profit) / Loss on Sale of Investments | (4,01,390) | 11,32,926 |
| Interest on FDR | (1,51,999) | (3,98,440) |
| Dividend Income | - | (62,18,731) |
| (Gain)/ Loss on Revaluation of Investment | (30,52,679) | 1,96,313 |
| **Operating Profit before working capital changes** | **(6,40,807)** | **(4,08,970)** |
| ***Working capital changes:*** | | |
| (Increase)/decrease in other financial and non-financial assets | 39,410 | 71,904 |
| Increase /(decrease) in trade payables , other financial and non-financial liablities and provisions | (59,263) | (1,02,595) |
| Cash generated from operations | (6,60,660) | (4,39,661) |
| Net Income Tax Paid/Refund | (14,841) | (43,696) |
| ***Net cash from operating activities (A)*** | **(6,75,501)** | **(4,83,357)** |
| **Cash flows from Investing Activities** | | |
| Interest Received | 1,51,999 | 3,98,440 |
| (Investment)/ Redemption made in bank deposits | 4,66,00,000 | 74,50,000 |
| Purchase of Units held as Mutual Fund | (4,66,00,000) | (5,73,50,000) |
| Sale of Units held as Mutual Fund | 4,75,94,830 | 4,36,55,536 |
| Dividend Income | - | 62,18,731 |
| ***Net cash from Investing activities (B)*** | **4,77,46,829** | **3,72,707** |
| **Cash flows from financing activities** | | |
| Proceeds from borrowings | 4,00,000 | - |
| Repayment of borrowings | (4,00,000) | - |
| ***Net cash used in financing activities (C)*** | - | - |
| **Net increase in cash and cash equivalents (A+B+C)** | **4,70,71,327** | **(1,10,650)** |
| **Cash and cash equivalents at beginning of period** | **1,72,945** | **2,83,595** |
| **Cash and cash equivalents at end of period** | **4,72,44,271** | **1,72,945** |

As per our audit report of even date
**For SANJAY CHOPRA & CO.**
CHARTERED ACCOUNTANTS
FIRM REG. NO.: 011074N

SANJAY CHOPRA & CO. Chartered Accountants New Delhi

**SANJAY CHOPRA**
PARTNER, FCA
M. No.: 084810

Place : New Delhi
Date : 03.05.2021
UDIN :

For and on behalf of Board of Directors of
**BDR BUILDCON LIMITED**
**CIN: L70100DL2010PLC200749**

BDR BUILDCON LIMITED NEW DELHI

**MANAGING DIRECTOR**
RAJESH GUPTA
DIN: 00163932