



www.shrikrishnadevconlimited.com

Date: 03/10/2016

To,
The General Manager
Department of Corporate Services
BSE LTD.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai - 400001.

Ref: Scrip Code- 531080

**Sub.: Submission of the Approved and Adopted copy of the Annual Report in the
22nd Annual General Meeting held on 21st September, 2016.**

Dear Sir/Madam,

With reference to the captioned subject matter and Regulation No. 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. We are pleased to submit the copy of the 22nd Annual Report, approved and adopted by the members of the company at their 22nd Annual General Meeting held on Wednesday, 21st September, 2016.

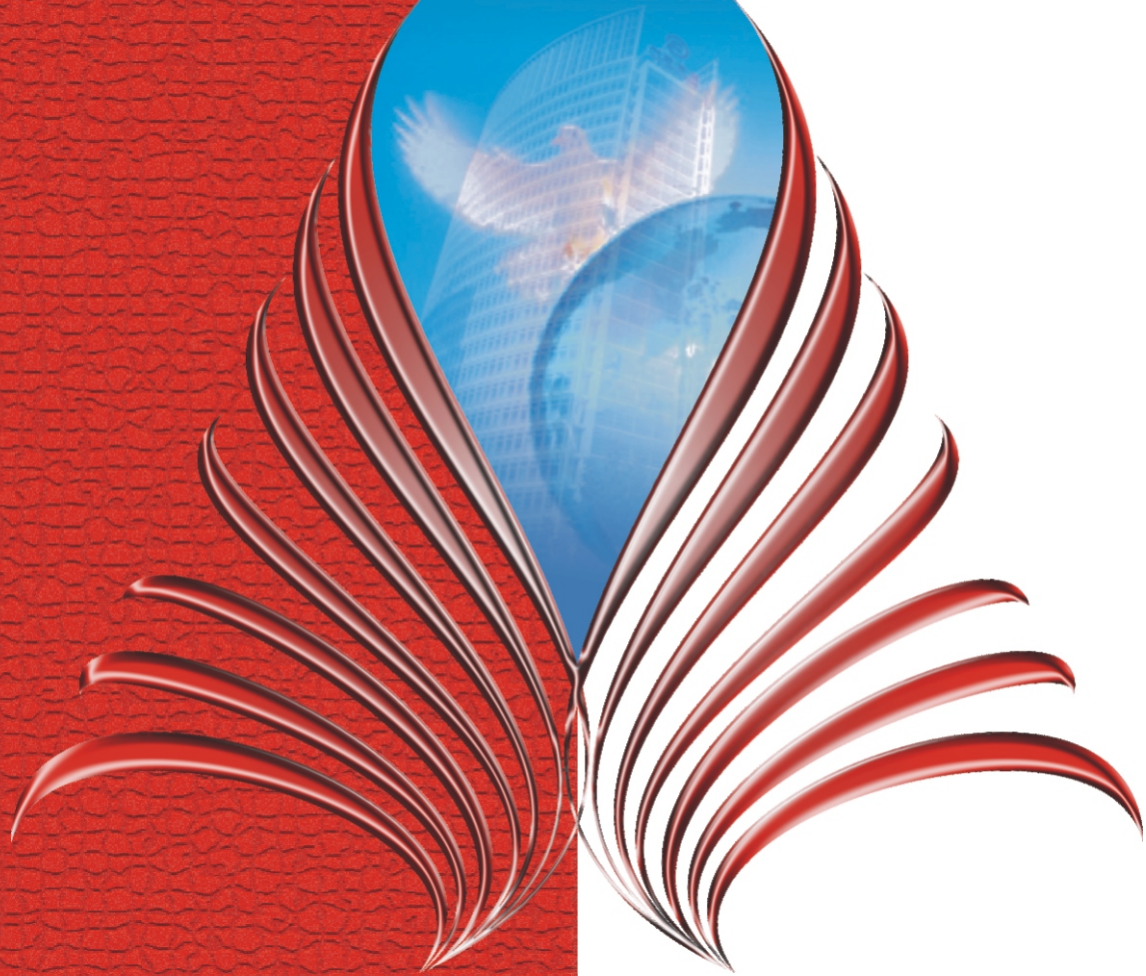
You are requested to please take on record the above said document for your reference and further needful.

Thanking You,
Yours Faithfully

For, **Shri Krishna Devcon Limited**



Qamar Ali
Company Secretary



TOUCH THE SKY

Annual Report
2015 - 2016

Shrikrishna
DEVCON LIMITED



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Important Communication to Members

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliance by the Companies and has issued circulars stating that service of notice/documents including Annul Report can be sent by e-mail to its Members. To Support this green initiative of the Government in full measure, Members who have not registered their e-mail address, so far, are requested to register their e-mail address, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to register the same with the Company's Registrar and Transfer Agent, Sharex Dynamic (India) Pvt. Limited by sending e-mail to sharexindia@vsnl.com



BOARD OF DIRECTORS	<p>Mr. Sunil Kumar Jain Mr. Mukesh Kumar Jain Mr. Naveen Kumar Jain Ms. Prakshali Jain Mr. Purshottam Das Bairagi Mr. Ashok Kumar Sethi Mr. Dinesh Joshi Mr. Shailesh Kumar Jain</p>	<p>Managing Director Non-Executive Director Non- Executive Director Non- Executive Director Independent Director Independent Director Independent Director IndependentDirector</p>	<p>(DIN 00101324) (DIN 00392364) (DIN 00117876) (DIN 06977691) (DIN 01785896) (DIN 01784133) (DIN 01784102) (DIN 02390457)</p>
COMPANY SECRETARY	Mr. Qamar Ali		
CHIEF FINANCIAL OFFICER	Mr. Vikas Kumar Jain		
AUDIT COMMITTEE	<p>Mr. Shailesh Kumar Jain Mr. Dinesh Joshi Mr. Mukesh Kumar Jain Mr. Purshottam Das Bairagi</p>		Chairman
NOMINATION AND REMUNERATION COMMITTEE	<p>Mr. Shailesh Kumar Jain Mr. Ashok Sethi Mr. Dinesh Joshi Mr. Purshottam Das Bairagi</p>		Chairman
STAKEHOLDER RELATIONSHIP COMMITTEE	<p>Mr. Shailesh Kumar Jain Mr. Dinesh Joshi Mr. Sunil Kumar Jain Mr. Purshottam Das Bairagi</p>		Chairman
FINANCE COMMITTEE	<p>Mr. Sunil Kumar Jain Mr. Mukesh Kumar Jain Mr. Naveen Kumar Jain</p>		Chairman
BANKERS	<p>Oriental Bank of Commerce Canara Bank City Bank State Bank of India Dena Bank Axis Bank ING Vyasya Standard Chartered Bank Yes Bank</p>		
AUDITORS	<p>M/s Khandelwal & Khandelwal Associates Chartered Accountants A-302, Clifton, Raviraj Oberoi Complex, New Link Road, Andheri (W), Mumbai 400 058</p>		
SECRETARIAL AUDITOR	M/s. B. K. Pradhan & Associates, Company Secretaries, Mumbai		
REGISTRAR & TRANSFER AGENT	<p>Sharex Dynamic (India) Pvt. Limited Unit No. 1, Luthra Ind. Premises, M. Vasanji Marg, Andheri Kurla Road, Safed Pool, Andheri (E) Mumbai 400072 Tel.: 022-2851 5606 / 2851 5644 E-mail: sharexindia@vsnl.com</p>		
REGISTERED OFFICE	<p>"SRI KRISHNA" 805/806, Opp. Laxmi Industrial Estate, New Link Road, Andheri (W) Mumbai 400053(Maharashtra) Tel.: 022-26732940 E-mail: shrikrishnaelectra@hotmail.com</p>		
CORPORATE OFFICE	<p>M-1-2, Starlit Tower, 29, Y. N. Road, Indore 452001(M.P.) Tel.: 0731-3018689 Fax: 0731-4041485</p>		



“Our Vision”

Many ask us what business are we in. Most think we are in the business of real estate. The business of 'building'. They are right and wrong too. They are right because we do build some of the most sought after residences and commercial, but that's not all what we do. We think we are in a business to bring smiles. Smiles on the face of thousands of families that find peace and solace in the way we build homes for them, not houses. Smiles from every single corporate for whom we build intelligent office spaces so that they can concentrate on just one thing, business.

Smiles on the face of our employees who work with us, not for us. Smiles for all the contractors, architects, interior designers and masons who sweat with us, always. Smiles on the face of the thousands of shareholders who have entrusted us to grow their wealth. We do not measure our success through the number of stakeholders we satisfy or delight. We measure success through the happiness index. The smiles that we build through opportunity, trust, strength and growth.



Notice

*Dear
Shareholders*

**Your Directors
Have Pleasure in
Presenting the
22nd Annual Report
along with
Audited Accounts
of the Company
for the year ended
31st March, 2016**

Notice is hereby given that the Twenty Second Annual General Meeting of **Shri Krishna Devcon Limited** will be held on

Date : Wednesday, the 21st day of September, 2016

Time : 11.30 A.M

Venue : Sevenska Design Hotel, SAB TV Road, Off Link Road,
Andheri (W), Mumbai 400 053

to transact the following business :

ORDINARY BUSINESS:

- 1) To consider and adopt the Audited Financial Statements (Including consolidated financial statement) for the year ended 31st March, 2016 and Reports of the Board of Directors and Auditor's thereon.
- 2) To appoint a Director in place of Mr. Mukesh Kumar Jain (DIN 00392364), who retire by rotation and being eligible offers himself for re-appointment.
- 3) To consider and if thought fit, to pass with or without modification, the following Resolution as an **Ordinary Resolution**.

"RESOLVED THAT pursuant to the provisions of Section 139(1) and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and rules, circulars, notifications made/ issued thereunder, including any amendment, modification, variation or re-enactment thereof, the appointment of M/s Khandelwal & Khandelwal Associates, Chartered Accountants (Firm's Registration No. 008389C) as the Statutory Auditors of the Company, which has been approved at the Annual General Meeting held on 22nd September, 2014, for a term of 3 years i.e. from the conclusion of the Twentieth Annual General Meeting until the conclusion of the Twenty Third Annual General Meeting, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution and / or otherwise considered by them to be in the best interest of the Company including fixation of their remuneration and reimbursements of out of pocket expenses incurred in connection hereto."

SPECIAL BUSINESS:

- 4) To consider and if thought fit, to pass with or without modifications, the following resolution as the Special Resolution.

“RESOLVED THAT pursuant to the provisions of Section 196,197,203 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification from time to time or any re-enactment thereof for the time being in force) (the “Act”) read with Schedule V to the said Act, and subject to such other approvals as may be necessary, and in furtherance to and in partial modification to the Special Resolution No. 4, passed by the Members of the Company at the 19th Annual General Meeting of the Company held on 13th September, 2013, in respect of revision of Remuneration of Mr. Sunil Kumar Jain, Managing Director of the Company, consent of the members of the Company be and are hereby accorded that Mr. Sunil Kumar Jain shall be entitled to be paid remuneration, perquisites, allowances and commission as mentioned in the Explanatory Statement attached hereto, w.e.f. 1st October, 2016 subject to the same not exceeding the limits specified in Schedule V to the Companies Act, 2013, in such form and manner or with such modifications as the Board of Directors may deem fit and agreed to by Mr. Sunil Kumar Jain.

RESOLVED FURTHER THAT the consent of the members of the Company be and are hereby also accorded that where in any financial year, w.e.f. 1st October, 2016, the Company has no profits or its profits are inadequate, Mr. Sunil Kumar Jain shall continue to get the same remuneration as aforesaid as minimum remuneration subject to the provisions of Schedule V of the Companies Act, 2013 and subject to the approval of the Central Government, if and wherever required.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, things and matters as may be necessary and to execute necessary documents/agreements/applications/letters on behalf of the Company as may be required to give effect to the aforesaid resolutions.”

**By Order of the Board
For, Shri Krishna Devcon Ltd.**

**Qamar Ali
Company Secretary**

**Place : Indore
Date : 12.08.2016**

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Businesses to be transacted at the Annual General Meeting (AGM) is annexed hereto.
2. **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 MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.** A person can act as a proxy on behalf of the members not exceeding fifty (50) 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 carrying voting rights may appoint a single person as Proxy and such person cannot act as proxy for any other member.
3. Corporate Members intending to send their authorized representative are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the meeting.
4. **Members are requested to bring their attendance slip duly completed and signed mentioning therein detail of their DP ID and Client ID/ Folio No.**
5. The Company is registered with National Securities Depository Ltd. ('NSDL') and Central Depository Services (India) Limited ('CDSL'), for dematerialization of its Equity Shares and Company's ISIN is INE997I01012. Sharex Dynamic (India) Pvt. Limited is the Registrar and Transfer Agents of the Company.
6. **The Register of Members and the Share Transfer Books of the Company shall remain closed from 15th September, 2016 to 21st September, 2016 (both days inclusive) for the purpose of the Annual General Meeting.**
7. In case of joint holders attending the Meeting, only such joint holder whose name stands first, as per the Company's records, shall alone be entitled to vote.
8. The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form

- are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrars & Transfer Agents, Sharex Dynamic (India) Pvt. Limited.
9. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Company's Registrars & Transfer Agents, Sharex Dynamic (India) Pvt. Limited, for consolidation into a single folio.
 10. Members are requested to:
 - Intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts and holding shares in physical form are requested to advise any change of address immediately to the Company's Registrars & Transfer Agents, Sharex Dynamic (India) Pvt. Limited.
 - Communicate on all matters pertaining to their shareholdings with the Company's Registered Office, quoting their respective Ledger Folio Numbers, Client ID and DP ID.
 11. All documents referred to in the accompanying notice are open for inspection by the Members at the registered office of the Company on all working days, except Saturday & Sunday between 11.00 a.m. to 1.00 p.m. upto the date of the Annual General Meeting or any adjournment thereof.
 12. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting so as to enable the management to keep the information ready at the Meeting.
 13. Information about the director seeking appointment/reappointment required under Clause 36(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015 is annexed hereto separately and forms part of the Notice.
 14. Non-Resident Indian Members are requested to inform the Company's Registrars & Transfer Agents, Sharex Dynamic (India) Pvt. Limited, immediately of:
 - a) Change in their Residential status on return to India for permanent settlement.
 - b) Particulars of their Bank Account maintained in India with complete name, branch, account type, account number and address of the Bank with Pin Code Number, if not furnished earlier.
 15. Voting Through electronic means:
 - (i) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Clause 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
 - (ii) The facility for voting through electronic voting system ('Insta Poll') shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through 'Insta Poll'.
 - (iii) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
 - (iv) The Company has engaged the services of "Sharex Dynamic (India) Pvt. Limited" as the Agency to provide e-voting facility.
 - (v) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off/record date.
 - (vi) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date/record date only, shall be entitled to avail the facility of remote e-voting / Insta Poll.
 - (vii) The remote voting period begins on 9.00 A.M. on 18th September, 2016 & ends on 5.00 P.M. on 28th September, 2016. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21st August, 2016, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for Voting thereafter.

- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on Shareholders.
- Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- If you are a first time user follow the steps given below:

- After entering these details appropriately, click on "SUBMIT" tab.
- Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for the relevant <SHRI KRISHNA DEVCON LIMITED> on which you choose to vote.
- On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- If demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> ● Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field. ● In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. e. g. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio. <ul style="list-style-type: none"> ● Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter the number of shares held by you as on the cut-off date in the Dividend Bank details field.

➤ Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile

➤ Note for Non Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(viii) A copy of this notice has been placed on the website of the Company and the website of CDSL.

(ix) The Board of Directors of the Company has appointed Mr. Balkrishan Pradhan, Proprietor M/s. B. K. Pradhan & Associates, Company Secretaries, Mumbai as Scrutinizer to scrutinize the Insta Poll and remote e-voting processing a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

(x) The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, count the votes cast at the meeting and thereafter unblock the votes cast through remote - voting in the

presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company who shall countersign the same.

(xi) The Results shall be declared on or after the Annual General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.shrikrishnadevconlimited.com and on the website of CDSL and will be communicated to BSE Limited.

(xii) In order to enable its members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, a Ballot Form is sent along with this Notice. A member desiring to exercise vote by Ballot shall complete the said Ballot Form with assent (for) or dissent (against) and send it to Mr. Balkrishan Pradhan, Scrutinizer, C/o. Shri Krishna Devcon Limited, Sri Krishna" 805/806, Opp Laxmi Industrial Estate, New Link Road, Andheri (W) Mumbai 400053, as to reach him or before 20th September, 2016 by 5.00 p.m. Any Ballot Form received after the said date shall be treated as the reply from the Members has not been received.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

By order of the Board

Place : Indore
Date : 12.08.2016

Qamar Ali
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 4

At the 19th Annual General Meeting of the Company held on 13th September, 2013 and vide Special Resolution passed by the Shareholders, Mr. Sunil Kumar Jain has been entitled for Remuneration of Basic Salary of Rs. 3,00,000/- per month with effect from 01st Oct. 2013 upto 30th September, 2016.

In view of the contributions of Mr. Sunil Kumar Jain in the Company's performance, the Board of Directors of the Company at its Meeting held on 12th August, 2016, has pursuant to the approval of the Nomination and Remuneration Committee and subject to the approval of Members, approved the revision in remuneration payable to Mr. Sunil Kumar Jain, Managing Director with effect from 01st October, 2016, in line with the current market trends to achieve greater heights.

The Nomination and Remuneration Committee was also of the unanimous view that this would be the remuneration, which would be necessary, considering his vast experience and strong ability to lead and expand the business initiatives of the Company.

Pursuant to the provisions of Section 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications from time to time or any re-enactments thereof for the time being in force) (the "Act") read with Schedule V to the said Act (including any statutory modifications or re-enactment thereof, for the time being in force), it is necessary to modify the said Special Resolution No. 4, passed by the Members of the Company at the 19th Annual General Meeting of the Company held on 13th September, 2013, in respect of payment of remuneration to Mr. Sunil Kumar Jain, as under, w.e.f. 1st October, 2016:-

The Revised Remuneration Criteria is as under:

1) Remuneration:

- I. Basic Salary: Rs. 4,00,000/- per month with effect from 01st Oct. 2016 In addition to the salary Mr. Sunil Kumar Jain shall be entitled to the following perquisites which are classified into 2 categories "A" and "B" within the limit specified as per the schedule V of Companies Act, 2013

CATEGORY "A"

1. **Housing:** House Rent Allowance shall be allowed as per the rules of the Company within the limit specified above.
2. **Medical Reimbursement:** As per actual expense incurred.
3. **Hospitalization:** As per actual expense incurred.
4. **Leave Travel Concession:** For him and his family in accordance with any rules specified by the Company.
5. **Club Fees:** Subject to two clubs. This will not include admission and life membership fee.
6. **Personal Accident Insurance:** As per actual premium paid.
7. **Reimbursement of Expenses:** Actual incurred on credit card, cell phone.

CATEGORY "B"

- 1) Encashment of leave at the end of tenure will not be included in the computation of the ceiling of perquisites.
- 2) All other terms and conditions relating to the re-appointment, powers, duties, etc. of Managing Director as approved earlier by the Share holders shall remain unchanged.
- 3) A Statement as per requirement of Schedule V is given to the Shareholders containing following information of the Company and Mr. Sunil Kumar Jain:-

I. GENERAL INFORMATION:

(1) Nature of industry

Shri Krishna Devcon Limited ('the Company or "SKDL") is a real estate developer engaged in the business of real estate development i.e. development of townships, housing projects, commercial premises and other related activities.

- (2) **Date or expected date of commencement of commercial production Company:** Company is an existing Company and it was incorporated on 24th November, 1993.

- (3) **In case of new Companies, expected date of commencement of activities as per project approved by Financial Institutions appearing in the prospectus:** Not applicable

- (4) **Financial performance based on given indicators as per audited financial results for the year ended 31st March, 2016:**

Particulars	(Rs.)
Total Revenue	22,82,28,306
Net profit before tax	3,67,28,958
Net profit after tax	2,39,61,260

(5) Export performance and net foreign exchange earnings:

Nil

(6) Foreign investments or collaborators, if any:

The Company did not have any foreign investments or collaborations.

II. INFORMATION ABOUT THE APPOINTEE:

(1) Background details:

Name : Mr. Sunil Kumar Jain

Designation : Managing Director

Age :47 Years

Mr. Sunil Kumar Jain is a Post Graduate in Commerce from DAVV Indore. He has created a name for himself in a very short span of time. He is a businessman with a keen eye for opportunities and versatile project management skills; He initiated the group's foray in the real estate business. He is responsible for the overall administration of the Company, subject to the superintendence and guidance from the Board. Mr. Sunil Kumar Jain is a key promoter of the Company and under his dynamic leadership, initiatives and directions, the Company has benefited in its overall operations. He is the key factor behind the overall growth and success of the Company. His devotion, vision and experience are essential for the continuing growth of the Company. He is also involved in various social activities.

(2) Past remuneration during the financial year ended 31st March, 2016:

The managerial remuneration paid to Mr. Sunil Kumar Jain Managing Director of the Company during the financial year ended on 31st March, 2016, are as under:

Name of Director	Amount in Lakhs
Mr. Sunil Kumar Jain (Basic Salary)	36.00

(3) Recognition or Awards:

The information is already covered in the section "Background details".

(4) Job Profile and his suitability:

Mr. Sunil Kumar Jain is the Managing Director of the Company since 2007. He is responsible for the

operations and the affairs of the Company. Taking into consideration his vision and expertise in relevant fields, the Managing Director is best suited for the responsibilities currently assigned to him by the Board of Directors.

(5) Remuneration proposed:

It is proposed to modify the terms of remuneration w.e.f. 1st October, 2016 payable to Mr. Sunil Kumar Jain.

Basic Salary of Rs. 4,00,000 per month and other perquisites and allowances as fully set out in Item No.4 of the Notice.

(6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Sunil Kumar Jain, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies.

(7) Pecuniary relationship(s) directly or indirectly with the Company, or relationship with the managerial personnel, if any:

Apart from Mr. Sunil Kumar Jain is a Managing Director of the Company and receiving managerial remuneration, he holds 1,920,600 Equity Shares of ` 10/- each of the Company in his individual capacity.

Mr. Sunil Kumar Jain is a brother of Mr. Mukesh Kumar Jain and Mr. Naveen Kumar Jain, Non-Executive Directors of the Company and father of Ms. Prakshali Jain.

III. OTHER INFORMATION:

(1) Reasons of loss or inadequate profits:

The Company is continuously earning profits in its operations. However, adversities are not certain, and may affect the operations of the Company. Further the real-estate market is going through a tough time. Therefore out of abundant precautions, the remuneration to the Managing Director is sought to be fixed under Schedule V to the Companies Act, 2013.

(2) Steps taken or proposed to be taken for improvement:

The Company has already taken appropriate steps to streamline its businesses in order to attain more profitability. The Company is taking positive view of this recession as an opportunity to reinforce its fundamentals such as training of its human resources, renegotiations of

old and new land deals, etc. so that the Company can achieve the scale of economy and maintain higher margin of profit.

(3) Expected increase in productivity and profits in measurable terms:

The Company is planning to expand its horizon with new residential and commercial projects in Indore and Mumbai. Further it has already taken appropriate steps to streamline its businesses in order to attain more profitability by switching to prime commercial and residential locations for its business. The company is emphasizing more on quality construction by recruiting appropriate man power and taking into use the best available resources. The Company is taking positive view for the initiatives taken by the government for ease of doing business as an opportunity to reinforce its fundamentals so that the company can achieve the scale of economy and maintain higher margin of profit.

IV. DISCLOSURES:

(1) The details of managerial remuneration paid to Mr. Sunil Kumar Jain, Managing Director of the Company during the financial year ended on 31st March, 2016, are as under:

Name of Director	Amount in Lakhs
Mr. Sunil Kumar Jain (Basic Salary)	36.00

(2) Apart from remuneration payable to Mr. Sunil Kumar Jain, Managing Directors of the Company, the Company does not pay any remuneration including bonus, stock options, pension, etc. to the other directors of the Company.

(3) The Company has already executed Agreement with Mr. Sunil Kumar Jain for the period of five years w.e.f. 1st November, 2012 for his re-appointment and the draft Supplemental Agreement to be entered into between the Company and Mr. Sunil Kumar Jain for payment of remuneration from 1st October, 2016 has been placed before the members for their approval.

(4) The Company has not issued any stock options to any Directors of the Company.

The Board therefore recommends the Special Resolution for approval of the Members of the Company for modification in the terms of remuneration to be paid to Mr. Sunil Kumar Jain as a Managing Director of the Company, w.e.f. 1st October, 2016.

Mr. Sunil Kumar Jain is interested in the resolution. Mr. Mukesh Kumar Jain, Mr. Naveen Kumar Jain and Prakshali Jain, Directors of the Company, being related to Mr. Sunil Kumar Jain may be deemed to be concerned or interested in the resolution.

Save and except the above, none of the other Directors of the Company is, in any way, concerned or interested in the resolution.

INFORMATION PURSUANT TO REGULATION 36(3) OF THE SEBI (LODR) REGULATIONS, 2015 :-

Brief details in respect of the Director seeking appointment/re appointment at the Annual General Meeting:

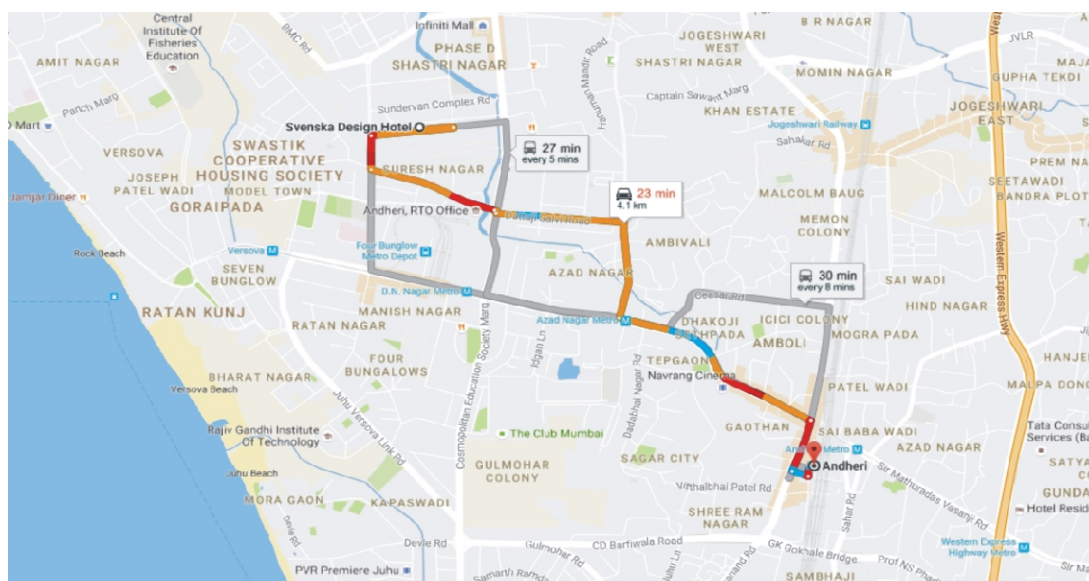
Brief Resume of Director

Mr. Mukesh Jain is a Post Graduate in Commerce from DAVV - Indore. He has rich experience in manufacturing and trading activities of Nutritional Food Products under various Government Supplies Programs. He also has good experience in finance, construction and broking activities. Further he is also involved in various social activities.

Names of Director	Mr. Mukesh Kumar Jain
DIN	00392364
Date of Birth	07/11/1971
Date of Appointment	09/08/2007
Educational Qualifications	M.com
Category of Director	Non-Executive Director
Expertise in Functional area	Accounts and Construction work
Relationships between directors inter-se	Mr. Mukesh Kumar Jain is a Brother of Mr. Sunil Kumar Jain (Managing Director) and Mr. Naveen Kumar Jain (Non Executive Director) and he is also an uncle to Ms. Prakshali Jain (Women Director).
List of other Listed Entities in which he holds Directorship and the membership of Committees of the board.	NIL
Other Committee Membership	Finance Committee
No. of Shares held	19,20,600

Route Map

Sevenska Design Hotel, SAB TV Road, Off Link Road, Andheri (W), Mumbai 400 053



BOARD'S REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the Twenty Second Annual Report along with the Audited Accounts and Financial Statements (including consolidated financial statements) for the year ended on 31st March, 2016.

Financial results:

The summarized Standalone financial results of the Company for the year ended 31st March, 2016 are as follows:

(Rs.In Lakh)

Particulars	For the Year ended 31.03.2016	For the Year ended 31.03.2015
Total Revenue	2282.28	898.41
Total Expenses	1914.99	758.47
Profit before exceptional items & tax	367.28	139.94
Exceptional items	0.00	0.00
Profit before Tax	367.28	139.94
Profit after Tax	239.61	91.98

Operational Performance:

During the year under review, the Company recorded total revenue of Rs. 2,282.28 Lakh as compared to Rs. 898.41 Lakh recorded during the previous year. The Company recorded a net profit of Rs.239.61 Lakh as compared to net profit of Rs. 91.98 lakh during the previous year. The Basic Earnings per Share for the year ended 31st March, 2016 is Rs.0.86/- as against Rs. 0.33/- for the corresponding previous year ended 31st March, 2015.

Dividend:

The strength of your Company lies in identification, execution and successful implementation of the projects in the real estate space. To strengthen the long-term prospects and ensuring sustainable growth in assets and revenue, it is important for your Company to evaluate various opportunities in the different business verticals in which your Company operates. Your Company currently has several projects under implementation and continues to

explore newer opportunities. Your Board of Directors, considers this be in the strategic interest of the Company and believe that this will greatly enhance the long-term shareholders' value. In order to fund these projects in its development, expansion and implementation stages, conservation of funds is of vital importance. Therefore, your Directors have not recommended any dividend for the financial year 2015-16.

Reserves:

During the year under review, No amount was transferred to General Reserve.

Brief description of the Company's working during the year/State of Company's affair:

The Company is in the business of Real Estate and Infrastructure Development. Looking into the ups and downs of the industry it can be concluded that the Company has performed well enough to sustain in today's competitive economy. The Company has overseen challenges trespassing the hurdles of real Estate development. The Company stepped into Colonizing and residential constructions and Company is looking forward to take up some new projects which will take the Company to new heights in the real Estate sector.

Changes in the nature of business, if any

There were no Changes as such in the Company for the year under review.

Board Evaluation:

The Nomination and Remuneration Committee of the Board has formulated a Performance Evaluation Framework in which a structured questionnaire was prepared after taking into consideration of the various aspects of the Board's functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance and under which the Committee has identified the criteria upon which every Director shall be evaluated. The Policy also provides the manner in which the Directors, as a collective unit in the form of Board Committees and the Board function and perform.

The performance evaluation of the Independent Directors was completed. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The Board of Directors

expressed their satisfaction with the evaluation process.

Company's Policy Relating to Directors Appointment, Payment of Remuneration and Discharge of Their Duties:

The remuneration paid to the Directors is in accordance with the Nomination and Remuneration Policy formulated in accordance with Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force).

Segment Performance:

At present Company is engaged in the business of real estate development and there is no separate reportable segment.

Listing:

As on date all the 2,80,00,000 Equity Shares of the Company are listed on the Bombay Stock Exchange Limited (BSE). The Listing fees have been paid to the Bombay Stock Exchange Limited (BSE) for the year 2016-17.

Depository:

Equity shares of the Company are traded in Demat form as well as in physical form. For dematerialization of shares, the Company has connectivity with the National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).

Deposits:

Your Company has not accepted any deposits from public during the year under review and as such, no amount of principle or interest was outstanding as on the balance sheet date.

Management Discussion and Analysis:

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2) (e) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015 with the stock exchange, is presented in a separate section forming part of this annual report.

Report on Corporate Governance:

The Company has put in place the compliances pertaining to Corporate Governance. A report on Corporate Governance as stipulated under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with the stock exchange forms part of the Annual Report.

Your Company has complied with the requirements of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and necessary disclosures have been made in this regard in the Corporate Governance Report.

Certificate from the Auditors of the Company, M/s Khandelwal & Khandelwal Associates confirming compliance of conditions of Corporate Governance as stipulated under the aforesaid SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, is annexed to this Report.

Cash Flow Statement:

In conformity with the provisions of the Companies Act, 2013 and Regulation 34(2) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, the cash flow statement for the year ended 31st March, 2016 is annexed hereto.

Directors and Key Managerial Personnel:

Retire by Rotation:

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association, Mr. Mukesh Kumar Jain (Din 00392364), Non-Executive Director retire by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

In compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, brief resume, expertise and other details of Director proposed to be appointed/re-appointed are attached along with the Notice to the ensuing Annual General Meeting.

Woman Director:

Ms. Prakshali Jain (DIN 06977691) has been appointed as Woman Non- Executive Director to comply with the requirements as prescribed under Section 149(1) of the Companies Act, 2013 and The Companies (Appointment and Qualification of Directors) Rules, 2014 and also in Regulation 17 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Independent Director:

Mr. Shailesh Kumar Jain (DIN 02390457), Mr. Dinesh Joshi (DIN 01784102), Mr. Ashok Kumar Sethi (DIN 01784133), and Mr. Purshottam Das Bairagi (DIN 01785896) occupy the position of Independent Directors of the Company under the provisions of SEBI (Listing Obligation and Disclosure

Requirements) Regulations, 2015 and also meet the criterion of independence as provided under Section 149(6) of the Companies Act, 2013. And they have already served the declaration required under this section.

Key Managerial Personnel:

Mr. Mayank Lashkari resigned from the post of Company Secretary w.e.f. 30.07.2015 and Mr. Prateek Ghatiya was appointed as a Company Secretary w.e.f. 30.07.2015 subsequently he also resigned due to his pre-occupation and In his Place Mr. Qamar Ali occupied the Position of Company Secretary and Compliance officer of the Company w.e.f. 03.05.2016.

Further that Mr. Vikas Jain and Mr. Sunil Kumar Jain continues to hold the position of CFO and MD of the Company respectively being the KMP.

Statutory Auditors:

M/s. Khandelwal & Khandelwal Associates, Chartered Accountants, (Firm Reg No: 008389C) has appointed as the Statutory Auditors of the Company in the 20th AGM until 23rd AGM to be held in the year 2017, subject to ratification of their appointment at the subsequent AGMs.

The said Auditors have furnished the Certificate of their eligibility for re-appointment. Pursuant to the provisions of section 139 of the Companies Act, 2013 and rules framed thereunder, it is proposed to ratify appointment of M/s. Khandelwal & Khandelwal Associates Statutory Auditors of the Company from the conclusion of the forthcoming AGM till the subsequent AGM.

Auditors' Reports

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

Secretarial Audit:

In terms of Section 204 of the Act and Rules made there under, M/s B. K. Pradhan & Associates, Company Secretaries, Mumbai have been appointed as Secretarial Auditors of the Company. The report of the Secretarial Auditors is enclosed as Annexure 'A' to this report. The report is self-explanatory and do not call for any further comments.

Internal Audit & Controls:

Pursuant to Section 138 of the Companies Act, 2013 and Rules made there under, the Board of Directors of Company has appointed M/s S.N. Gadiya & Co., Chartered

Accounts, Indore as its Internal Auditor. During the year, the Company continued to implement their suggestions and recommendations to improve the control environment. Their scope of work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes and assessing the internal control strengths in all areas. Internal Auditors findings are discussed with the process owners and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations.

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

As the Company is not a manufacturing Company, the Board of Directors has nothing to report on conservation of Energy and Technology absorption, Information required under section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014.

a) Conservation of energy

(i)	the steps taken or impact on conservation of energy	N.A
(ii)	the steps taken by the Company for utilizing alternate sources of energy	N.A
(iii)	the capital investment on energy conservation equipment's	N.A

(b) Technology absorption

(i)	the efforts made towards technology absorption	N.A
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	N.A
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	N.A
	(a) the details of technology imported	N.A
	(b) the year of import;	N.A
	(c) whether the technology been fully absorbed	N.A
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	N.A
(iv)	the expenditure incurred on Research and Development	N.A

C) During the year under review, the Company did not have earning and outgo of any foreign currency.

Corporate Social Responsibility (CSR):

The provisions of section 135 and Schedule VII of the Companies Act, 2013 in respect to CSR is not applicable on your Company.

Vigil Mechanism:

Pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at [http://www.shrikrishnadevconlimited.com/ under Investors Relation/Code of Conduct/Vigil Mechanism Policy link](http://www.shrikrishnadevconlimited.com/underInvestorsRelation/CodeofConduct/VigilMechanismPolicylink).

Related Party Transactions:

During the period under review there were no related party transactions in the Company as per the provisions of section 188 of the Companies act, 2013.

The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act, 2013, the Rules thereunder and the Listing Regulations. This Policy was considered and approved by the Board has been uploaded on the website of the Company at [http://www.shrikrishnadevconlimited.com/ under Investors Relation/Code of Conduct/Related Party Policy link](http://www.shrikrishnadevconlimited.com/underInvestorsRelation/CodeofConduct/RelatedPartyPolicylink).

Risk management policy:

The Company has been addressing various risks impacting the Company and the policy of the Company on risk management is provided in Management Discussion and Analysis.

Extract of Annual Return:

Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of Annual Return in MGT-9 is attached as a part of this Annual Report as Annexure 'A'.

Material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report :

There were no Material changes affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

Disclosure of Orders Passed by Regulators or Courts or Tribunal:

No significant and material orders have been passed by any Regulator or Court or Tribunal which can have an impact on the going concern status and the Company's operations in future.

Subsidiaries, Joint Ventures and Associate Companies:

The Company does not have any Subsidiary, Joint venture or Associate Company., However the company has investments in Partnership Firms which according to Accounting Standards required consolidation of accounts.

Directors Responsibility Statement:

Pursuant to Section 134(5) of the Companies Act, 2013, Directors of your Company hereby state and confirm that:

- a) In the preparation of the annual accounts for the year ended 31st March, 2016 , the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the same period;
- c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) They have prepared the annual accounts on a going concern basis;
- e) They have laid down internal financial controls in the Company that are adequate and were operating effectively.
- f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

Particulars of Loans, Guarantees or Investments:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

Number of Meetings of the Board and its Committees :

The details of the meetings of the Board of Directors and its Committees, convened during the financial year 2015-16 are given in the Corporate Governance Report which forms a part of this report.

Remuneration Ratio of the Directors / Key Managerial Personnel (KMP) / Employees:

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is furnished here under:

Sr. No.	Name	Designation	Remuneration Paid F.Y. 2015-16 (₹ In Lac)	Remuneration Paid F.Y. 2014-15 (₹ In Lac)	Percentage Increase in remuneration from previous year	Ratio/Times per Median of employee remuneration
01	Mr. Sunil Kumar Jain	Managing Director	36.00	36.00	-	15
02	Mr. Vikas Kumar Jain	Chief Financial Officer	0.84	0.84	-	1.6
03	Mr. Prateek Ghatiya	Company Secretary	01.20	-	-	0.5
04	Mr. Mayank Kumar Lashkari**	Company Secretary	00.60	00.45	-	0.25
05	Ms. Priyanka Saraf***	Company Secretary	-	01.02	-	-
06	Ms. Surbhi Goyal****	Company Secretary	-	00.69	-	-

* Mr. Prateek Ghatiya Appointed w.e.f. 30.07.2015.

** Mr. Mayank Lashkari Resigned w.e.f 30.07.2015.

*** Ms. Priyanka Saraf Resigned w.e.f 25.01.2015.

**** Ms. Surbhi Goyal Resigned w.e.f 30.05.2014.

The percentage increase in the Median remuneration of Employees in the financial year 2015-16 was 5.00%

The Number of Permanent Employees on the rolls of the Company are 9 (Nine).

The Remuneration of the Key Managerial Personnel's of the Company remained same as compared to the previous fiscal.

The percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year was 5.00%. Further there was no increase in the Managerial Remuneration for the financial year 2015-16.

The Managing director doesn't draw any variable component other than the fixed salary. Further the remuneration payable is as per the remuneration policy of the Company

The Names of top Ten Employees in terms of Remuneration are:-

Sr. No.	Name of Employee	Designation	Remuneration Per Months
01	Mr. Sunil Kumar Jain	MD	3,00,000
02	Mr. Vikas Jain	CFO	32,000
03	Mr. Sudeep Jain	Branch Head	30,000,
04	Ms. Prita Biswas	Admin Manager	25,000
05	Mr. Gaurav Rodge	Site-Supervisor	20,000
06	Mr. Manoj Piple	Site-Supervisor	20,000
07	Mr. Prateek Ghatiya*	Company Secretary	15,000
08	Ms. Shivanj Patni	H.R. Head	13,000
09	Ms. Anukriti Vyas	Accountant	11,000

* Mr. Prateek Ghatiya Resigned w.e.f. 03.05.2016.

Obligation of Company under The Sexual Harassment of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013

In order to prevent sexual harassment of women at work place under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 the Company has set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year under review the Company has neither received any complaint of harassment nor any complaints pending there under.

Acknowledgement:

The Directors wish to place on record their sincere appreciation and acknowledge with gratitude the support and co-operation extended by the Bankers, Shareholders, customers, suppliers, contractors and other associates for their continued support to the Company. The Directors also place on record their sincere appreciation to the employees at all levels for their continuing support and efforts in ensuring the heights of success. We look forward to their continued support in the future.

For and on Behalf of the Board of Directors

**Place: Indore
Date: 12.08.2016**

**Sunil Kumar Jain Naveen Kumar Jain
Managing Director Director
DIN: 00101324 DIN: 00117876**

Form No. MR-3

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

SECRETARIAL AUDIT REPORT

To,
The Members,
Shri Krishna Devcon Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Shri Krishna Devcon Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2016 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 here in after:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by "the Company" for the financial year ended on 31st March, 2016 according to the provisions of:
 - i. The Companies Act, 2013 (the Act) and the rules made thereunder;
 - ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
 - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
 - v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - vi. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) were not applicable to the Company during the financial year:
 - a. 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;
 - b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - c. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

- d. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- f. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

2. I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with Stock Exchanges upto 30th November, 2015;
- (iii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (with effect from 1st December, 2015).

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

I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test – check basis, the Company has complied with the following laws applicable specifically to the Company:

1. Transfer of Property Act, 1882
2. The Building and other Construction Workers' (Regulation of Employment and Conditions of Service) Act, 1996.
3. Registration Act, 1908
4. Indian Stamp Act, 1899
5. All General Law related to Direct and indirect Taxation, Labour Law and other incidental Law of respective states.

I 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. The changes in the and composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is 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 are captured and recorded as part of the minutes.

I 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 B. K. Pradhan & Associates
Company Secretaries**

**Balkrishan Pradhan
Proprietor
Membership No.: A20739
C. P. No.: 10179**

**Date: 12th August, 2016
Place: Mumbai**

**To,
The Members,
Shri Krishna Devcon Limited
"Sri krishna" 805/806,
Opp Laxmi Industrial Estate,
New link road, Andheri West,
Mumbai MH-400053.**

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record 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 process as were appropriate to obtain reasonable assurance about the correctness of the Secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis of our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever 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 procedure on test check 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 B. K. Pradhan and Associates
Balkrishan Pradhan
M. No.: 20739; C.P. No.: 10179
Date: 12th August, 2016
Place: Mumbai**

FORM NO. MGT 9**EXTRACT OF ANNUAL RETURN**

As on Financial Year ended on 31.03.2016

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

1.	CIN	L67190MH1993PLC075295
2.	Registration Date	24/11/1993
3.	Name of the Company	Shri Krishna Devcon Limited
4.	Category/Sub-category of the Company	Company Limited by Share/Indian Non-Government Company
5.	Address of the Registered office & contact details	SRI Krishna" 805/806, Opp. Laxmi Industrial Estate, New Link Road, Andheri (West) , Mumbai - 400053 (M.H.)
6.	Whether listed Company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Sharex Dynamic (India) Pvt. Limited Unit No. 1, Luthra Ind. Premises, M. Vasanji Marg, Andheri Kurla Road, Safed Pool, Andheri (East), Mumbai - 400072 Tel.: 022-2851 5606/2851 5644 E-mail: sharexindia@vsnl.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the Company shall be stated)

S. No.	Name & Description of main products/services	NIC Code of the product/Service	% to total turnover of the Company
1	Real Estate Development & Construction of Properties	4100	96.08%

III PARTICULAR OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES :

S. No.	Name & Address of the Company	CIN/GLN	HOLDING/SUBSIDIARY/ASSOCIATE	% Of Shares Held	APPLICABLE SECTION
NIL					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

A) 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	1,53,65,070	0	1,53,65,070	54.875	1,53,65,070	0	1,53,65,070	54.875	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)	1,53,65,070	0	1,53,65,070	54.875	1,53,65,070	0	1,53,65,070	54.875	0
B. Public Shareholding									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	1,14,20,702	59,400	1,14,80,102	41.000	1,14,21,131	59,400	1,14,80,531	41.002	0.002
ii) Overseas	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital up to Rs. 1lakh	3,34,397	502,150	8,36,547	2.988	3,70,414	4,78,750	8,49,164	3.033	0.045
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	2,86,281	31,500	3,17,781	1.135	2,73,005	31,500	3,04,505	1.088	-0.047
c) Others (specify)	0	0	0	0	0	0	0	0	0
Non Resident Indians	100	400	500	0.002	130	400	530	0.002	0
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	0	0	0	0	200	0	200	0.001	0.001
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	1,20,41,480	5,93,450	1,26,34,930	45.125	1,20,64,880	5,70,050	1,26,34,930	45.125	0.001
Total Public Shareholding (B)=(B)(1)+ (B)(2)	1,20,41,480	5,93,450	1,26,34,930	45.125	1,20,64,880	5,70,050	1,26,34,930	45.125	0.001
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	2,74,06,550	5,93,450	2,80,00,000	100	2,74,29,950	5,70,050	2,80,00,000	100	0

B) Shareholding of Promoter-

S.N.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Mrs. Anjana Jain	19,20,600	6.859	0	19,20,600	6.859	0	0
2	Mr. Sunil Kumar Jain	19,20,600	6.859	0	19,20,600	6.859	0	0
3	Mrs. Manorama Jain	19,20,600	6.859	0	19,20,600	6.859	0	0
4	Mr. Mukesh Jain	19,206,00	6.859	0	19,206,00	6.859	0	0
5	Mrs. Sangeeta Jain	19,20,600	6.859	0	19,20,600	6.859	0	0
6	Mr. Navin Jain	19,20,600	6.859	0	19,20,600	6.859	0	0
7	Mrs. Surbhi Jain	19,20,600	6.859	0	19,20,600	6.859	0	0
8	Mr. Keshrimal Jain	19,20,870	6.860	0	19,20,870	6.860	0	0
TOTAL		1,53,65,070	54.875	0	1,53,65,070	54.875	0	0

C) Change In Promoters' Shareholding (specify If There Is No Change):

Sr. 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
1	At the beginning of the year	No changes in Promoters shareholding during the year			
2	Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc.)	No changes in Promoters shareholding during the year			
3	At the end of the year	No changes in Promoters shareholding during the year			

D) Shareholding Pattern of top ten Shareholders:

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

S.N.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year		Net Changes During the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	SAYONI INFRACON PVT. LTD.	35,00,000	12.50	35,00,000	12.50	Nil	Nil
2.	CRAFTWELL ELECTRONICS PVT. LTD.	33,00,000	11.786	33,00,000	11.786	Nil	Nil
3.	MAC LIFE SCIENCES PVT. LTD.	22,00,000	7.857	22,00,000	7.857	Nil	Nil
4.	VISHWANATH HOSPITAL AND RESEARCH CENTRE	22,00,000	7.857	22,00,000	7.857	Nil	Nil
5.	STI FINANCE LIMITED	57,100	0.204	57,100	0.204	Nil	Nil
6.	ALTONA INVESTMENTS PVT. LTD.	55,000	0.196	55,000	0.196	Nil	Nil
7.	J & S INVESTMENTS PVT. LTD.	51,400	0.184	51,400	0.184	Nil	Nil
8.	NARENDRA JAIN	50,685	0.181	50,685	0.181	Nil	Nil
9.	ANIL JAIN	45,467	0.162	45,467	0.162	Nil	Nil
10.	SANDEEP JAIN	40,800	0.146	40,800	0.146	Nil	Nil
At the beginning of the year		1,15,00,452	41.07	1,15,00,452	41.07	Nil	Nil
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):		NIL	NIL	NIL	NIL	Nil	Nil
At the end of the year		1,15,00,452	41.07	1,15,00,452	41.07	Nil	Nil

(E) Shareholding of Directors and Key Managerial Personnel:

S.N.	Shareholding of each Directors and each Key Managerial Personnel	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.	Mr. Sunil Kumar Jain				
	At the beginning of the year	19,20,600	6.859	19,20,600	6.859
2.	Mr. Mukesh Kumar Jain				
	At the beginning of the year	19,20,600	6.859	19,20,600	6.859
3.	Mr. Naveen Kumar Jain				
	At the beginning of the year	19,20,600	6.859	19,20,600	6.859
4.	Mr. Vikas Kumar Jain				
	At the beginning of the year	4,310	0.015	4,310	0.015

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2,44,44,039 (Refer Note 1)	30,37,90,127	-	32,82,34,166
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	2,44,44,039	30,37,90,127		32,82,34,166
Change in Indebtedness during the financial year				
* Addition	89,48,560	7,73,21,824	-	8,62,70,384
* Reduction	99,533	6,85,37,377	-	6,86,36,910
Net Change	88,49,027	87,84,447	-	1,76,33,474
Indebtedness at the end of the financial year				
i) Principal Amount	3,32,93,066 (Refer Note: 2)	31,25,74,574	-	34,58,67,640
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	3,32,93,066	31,25,74,574		34,58,67,640

Note: 1 Principal amount of secured loan of Rs. 2,44,44,039 represent long term borrowings and current maturity of long term debt of Rs. 2,29,58,506 and Rs. 14,85,533 respectively.

Note: 2 Principal amount of secured loan of Rs. 3,32,93,066 represent long term borrowings and current maturity of long term debt of Rs. 2,29,58,506 and Rs. 55,44,000 respectively.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Mr. Sunil Kumar Jain	
1	Gross salary (p.a.)	36,00,000	36,00,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	----	----
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	----	----
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	----	----
2	Stock Option	----	----
3	Sweat Equity	----	----
4	Commission - as % of profit - others, specify...	----	----
5	Others, please specify	----	----
	Total (A)	36,00,000	36,00,000

B. Remuneration to other Directors: Nil

C. Remuneration to key managerial personnel other than MD/MANAGER/WTD

Particulars of Remuneration	Key Managerial Personnel (Rs. In Lac)			Total
	CS		CFO	
	Mr. Mayank Lashkari	Mr. Prateek Ghatiya	Mr. Vikas Kumar Jain	
Gross salary	00.60	01.20	03.84	5.64
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	----	----	----	----
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	----	----	----	----
(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	----	----	----	----
Stock Option	----	----	----	----
Sweat Equity	----	----	----	----
Commission	----	----	----	----
- as % of profit	----	----	----	----
others, specify...	----	----	----	----
Others, please specify	----	----	----	----
Total	00.60	01.20	03.84	5.64

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

Management Discussion and Analysis

Management Discussion and Analysis is an explanation, through the eyes of management, of how an entity has performed in the past, its financial condition, and its future prospects. We have pleasure in submitting hereunder the Management Discussion & Analysis Report on business of the Company. We have attempted to include discussions on the matters to the extent relevant.

ECONOMY SCENARIO:

According to a study by Knight Frank, the Indian economy grew higher than expected, at 7.6% during the fiscal 2015-16 against 7.3% last year. India's growth trajectory is picking up amidst comforts and concerns. Despite the rise in the GDP, the growth in investments stays muted. The fiscal deficit target (3.9% of the GDP) for the last fiscal year, which is much lower than the levels attained in 2013-14 (4.7% of the GDP), has been achieved. The government has set a target of 3.5% for the current year. The inflation target of 6% has also been achieved, with the RBI setting a fresh target of 5% for 2016-17. However, the tamed inflation is gradually increasing with a push from food inflation, rendering the RBI wary. The core sector growth is robust, but crucial sectors, such as coal and steel, have not picked up. Manufacturing Units / Department either shows poor progress. Trade deficit has tapered to a five year low, but consistently low exports and rising oil prices pose concerns. With food and fuel set to decide India's key policy rates, they are less likely to be slashed by the RBI in the upcoming policy meet/s. On the political canvas, poll results in Assam and other states have strengthened the government's position, making it easier for the passing of the GST and other crucial legislations, such as the bankruptcy law. However, it is also time for public enterprise reforms, boosting manufacturing and core sector production, and a firmer push to real estate and infrastructure to trigger private investments.

INDUSTRY STRUCTURE AND DEVELOPMENT:

According to the Economic Survey 2015-16, the real estate sector constituted 7.4 per cent of India's GDP in 2014-15. Both domestic and global slowdown affected the sector, with growth decelerating from 4.4 per cent in 2014-15 to 3.7 per cent in 2015-16. (Source: KPMG Budget Report 2016)

Deal sizes have also increased in 2015, and residential projects both luxury and affordable have attracted a substantial amount of capital. Private Equity (PE) funds and Non-Banking Financial Companies (NBFCs) in India are

being seen increasingly investing jointly in real estate projects, in order to hedge risk and undertake bigger transactions.

Sectors such as IT and ITeS, retail, consulting and e-commerce have registered high demand for office space in recent times. India's office space absorption stood at 35 million sq ft. during 2015-16, which is the second highest figure in the India's history after 2011, and was driven by corporates implementing their growth plans.

India had the strongest activity in office leasing space in Asia and accounted for half of Asia's total office leasing in third quarter of 2015, with Delhi being the most active market.

The Indian real estate sector has witnessed high growth in recent times with the rise in demand for office as well as residential spaces. According to data released by Department of Industrial Policy and Promotion (DIPP), the Construction & development sector in India has received Foreign Direct Investment (FDI) equity inflows to the tune of US ₹ 24.156 billion in the period April 2000 to September 2015. (Source:

<http://www.ibef.org/industry/real-estate-india.aspx>)

GOVERNMENT INITIATIVES

The Government of India along with the governments of the respective states has taken several initiatives to encourage the development in the sector. The Smart City Project, where there is a plan to build 100 smart cities, is a prime opportunity for the real estate companies. Below are some of the other major Government Initiatives:

- The Government of Rajasthan became the first state to initiate private investments in affordable housing by signing four Memorandum of Understanding (MoUs) with private players for an investment of Rs 5,400 crore (US ₹ 810 million).
- The Ministry of Housing and Urban Poverty Alleviation (HUPA) has commissioned a study by Indian Institute of Technology, Kanpur on testing of new construction technologies, with the objective of promoting new housing technologies in the country.
- The Prime Minister Mr. Narendra Modi approved the launch of Housing for All by 2022. Under the Sardar Patel Urban Housing Mission, 30 million houses

will be built in India by 2022, mostly for the economically weaker sections and low income groups, through public private partnership (PPP) and interest subsidy.

- The Government of India has relaxed the norms to allow Foreign Direct Investment (FDI) in the construction development sector. This move should boost affordable housing projects and smart cities across the country.
- The Securities and Exchange Board of India (SEBI) has notified final regulations that will govern real estate investment trusts (REITs) and infrastructure investment trusts (InvITs). This move will enable easier access to funds for cash strapped developers and create a new investment avenue for institutions and high net worth individuals, and eventually ordinary investors.
- The Government of Maharashtra announced a series of measures to bring transparency and increase the ease of doing business in the real estate sector.

Looking onto all these initiatives it is assumed that it will apparently open the doors of Progress for the industry at large.

FINANCIAL PERFORMANCE OVERVIEW:

The real estate sector continued to face challenges posed by the slow down in the form of subdued demand and slower sales. It is pertinent to note that the end consumers are delaying or deferring their purchase decisions in anticipation of improved market conditions. The prevailing slow down has also restrained companies from increasing the product prices. However your Company continued to battle the market situation and has presented quite acceptable results.

During the year, the turnover has increased from Rs. 8,98.41 Lakhs to Rs. 2,282.28 Lakhs as compared to the previous year. The Basic Earnings per Share for the year ended 31.03.2016 is 0.86 as against 0.33 for the corresponding previous year ended 31.03.2015.

(Amount In Lakhs)

Particulars	For the Year ended 31.03.2016	For the Year ended 31.03.2015
Total Revenue	2282.28	898.41
Total Expenses	1914.99	758.47
Profit before Tax	367.28	139.94
Profit after Tax	239.61	91.98

OPERATIONAL OVERVIEW:

During the year, Company has made progress across its various projects, making the widespread developments amply visible. This further enhanced the industry stature of your Company and induced higher levels of confidence amongst investors, consumers, vendors and all other stakeholders.

Shri Krishna Devcon Ltd. is a real estate developer. The Company develops integrated townships, housing projects and commercial projects. The Company's operations span all aspects of real estate development from the identification and acquisition of land to the planning, execution and marketing of its projects. The Company is developing projects mainly in Indore (Madhya Pradesh) and Mumbai (Maharashtra).

The company is focusing mainly on completion of existing projects, Further the company is trying to enhance its significant progress in construction and development activities. During the year, the Company has the following residential projects which are in the stage of progress

Name of Project	Project Type	Location
Shrikrishna Enclave	Colony	Sanwer Road, Distt Indore (M.P.)
Shrikrishna Corridor	Colony	Village Limbodagari, Indore (M.P.)
Shri Krishna Avenue (Phase III)	Colony	Limbodi Village, khandwa Road, Indore (M.P.)
Shrikrishna Park	Colony	S.K Park, Bheslay, Pithampur (M.P.)
Shri Krishna Central Arc	Residential Cum Commercial Building	4, Pratap Nagar, ManikBagh Road, Indore (M.P.)

The Company is also under the planning stage of few new projects at Indore (M.P.) and Mumbai (M.H.) and soon the necessary work action will take place.

OPPORTUNITIES & STRENGTHS:

On the back of an expected pick-up in consumption based on infrastructure development and ambitious projects such as "Make in India", "Housing for all by 2022", "Digital India", "Smart Cities Mission", "Atal Mission for Rejuvenation & Urban Transformation" (AMRUT), demand in the housing sector may be stimulated with a gradual reduction in the interest rates, wider supply of affordable housing, tax benefits and increase in disposable incomes and household savings. The demand for Real Estate is expected to be better in the financial year 2016-17 on the back of planned spending by the Central Government on various projects. The increase in salary of government employees based on

the recommendation of the 7th Pay Commission is also expected to lead to an upsurge in demand in housing and would be favorable for the Real Estate sector.

Real Estate plays an important role in the economy. It is the second largest employer in the economy. It comprises of four sub-sectors housing, retail, hospitality, and commercial. While housing contributes to five-six percent of the country's GDP, the remaining three sub-sectors are also growing at a rapid pace, meeting the increase in infrastructural needs. There are various opportunities available in the Infrastructure sectors such as:

- High Domestic Demand for housing.
- Increase in Income levels of the public.
- Strong economic growth and promising future.
- Availability of both technically skilled and unskilled labor
- Diversified product mix ranging across residential, commercial and retail and strategically located projects.
- Assured quality and attention to detail.

The foundation of our business is developed by being honest in all our dealings and actions. With clarity of vision and focus on meeting commitments, the Company developed a reputation for timely delivery of quality projects. This is made possible by the factors which mainly include:

- **Teamwork**

To maximize efforts, satisfaction and results by having everybody working together toward a common goal.

- **Trust**

The customers trust for timely delivery of affordable properties just as they were promised at the time of sale.

- **Adaptability**

To withstand the competitive and cyclical nature of our industry by being dynamic, flexible, innovative and operationally excellent.

The factors includes other than above are the locations of the project of Company situated in Indore (Madhya Pradesh) and Mumbai (Maharashtra), dependable set of consultants and agencies, professional team and so on. Further that India has the largest homeless population in the world and the housing offers huge opportunities. The surge in the housing demand is expected mainly on account of strong wage growth.

THREATS, RISKS AND CONCERNS :

Managing Real Estate Business is challenging due to tougher land acquisition process, higher capital cost, increased gestation period, requirement of several regulatory clearances etc. In our view, the Indian economy in general and the real estate sector in particular, are well set to thrive over the ensuing decades. Real Estate projects involve agreements that are long-term in nature. All long term projects have inherent risks associated with them and involve variables that may not necessarily be within our control. Accordingly, we are exposed to a variety of implementation and other risks, including inflation, interest rates movements, liquidity, commodity and oil prices, governance, construction delays, material shortages, unanticipated cost increases, demand-supply imbalances government policies and global economic environment which are beyond the control of an individual Company, will dampen the performance of the real estate sector.

Following are the risks faced by the real estate sector:

- **Liquidity Risk**

The time required for liquidity of real estate property can vary depending on the quality and location of the property.

- **Regulatory Risks**

The rules, regulations and legalities, demonstration of frequent changes make real estate sector a cumbersome option in India.

- **Transparency Risks**

Being a market with less than 100% transparency, a strong professional valuation and regulatory institutions are needed.

- **Macro Economic Risks**

Interest rates, inflation and exchange rate risks are amongst the important macroeconomic indicators.

According to a research by KPMG to reduce the large supply-demand mismatch, the government needs to address the following issues/Concerns/challenges:

- Scarcity of developable urban land due to limited urban infrastructure and higher controls, resulting in inflation of prices.
- Land title related issues and significant land litigations.
- Delay in construction project related approvals resulting in significant schedule and cost overrun in real estate and infrastructure projects.
- Lack of a strong micro finance sector makes it difficult for the Economically Weaker Sections (EWS) and Lower

Income Groups (LIG) to secure housing finance credit.

- Limited access to long-term and low-cost funds, especially from banking channels including external commercial borrowings.
- Significant shortage of skilled and unskilled workforce. Higher rates of statutory charges and taxes tend to inflate the cost of construction, making affordable housing projects financially unviable for developers.
- Multiple taxation on real estate development projects increases the overall cost of the project, thereby impacting the affordability for buyers.
- Taxation issues hampering REITs from taking off.

As a part of the overall risk management strategy, the Company consistently insures its assets and generally follows a conservative financial profile by following prudent business practices.

SEGMENT WISE PERFORMANCE:

At present, the Company is engaged in the business of real estate development and there is no separate reportable segment.

FUTURE OUTLOOK:

According to a study by ICRA, the construction industry ranks third among the 14 major sectors in terms of direct, indirect and induced effects in all sectors of the economy.

Consistent with the positive outlook for the Indian economy, the Company foresees similar revival in demand for housing and real estate development. Signs of increased construction activity have been witnessed in industry and commercial segment as well as from mass housing and mid-income housing scheme across the country.

The Indian real estate sector is one of the most globally recognized sectors. In the country, it is the second largest employer after agriculture and is slated to grow at 30 per cent over the next decade. The growth of this sector is well complemented by the growth of the corporate environment and the demand for office space as well as urban and semi-urban accommodations.

According to a research by KPMG Some Major policy announcements by the government showing some positive signs are:

- Sanctioning and building additional one lakh kilometers of road in 2016-17.
- Formalized setting up of National Investment and Infrastructure Fund (NIIF) to be funded by INR 20,000

crore annually.

- Tax free infrastructure bonds for projects in rail, roads and irrigation sector.
- Measures to improve ease of doing business in India. Proposal to introduce Benami Transactions (Prohibition) Bill to curb black money in the form of benami property, especially in real estate.
- PPP mode of infrastructure development to be revisited and revitalized.
- Modernisation of land records programme is expected to be revamped under Digital India initiative. The Finance Minister has allocated INR 150 crore for 2016-17 towards this initiatives.
- For 2016-17, the Finance Minister has allocated INR 2.21 lakh crore for infrastructure sector, which is 22 per cent higher than current year allocation. Of the total allocation, INR 2.18 lakh crore is allocated for road and rail development.

A major flip to construction activity would come from the initiatives taken by the government to kick-start the delayed projects by emphasising the need to facilitate clearances and by continuing construction work in the industrial corridors and freight corridors.

After two consecutive years of poor monsoon the Indian Meteorological Department has forecasted normal monsoon in the year 2016, which would positively impact the consumption growth and would spur long awaited economic recovery.

The Company is developing residential as well as commercial projects mainly in Indore (Madhya Pradesh) and Mumbai (Maharashtra).

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has a robust and comprehensive Internal Financial Control system commensurate with the size, scale and complexity of its operations. Your Company lays great importance on internal control systems across the organization. The Company has adequate system of internal control which helps the management to review the effectiveness of financial and operating control as well as to ensure that all the assets are safeguarded and more productive.

The system encompasses the major processes to ensure reliability of financial reporting, compliance with policies, procedures, laws, and regulations, safeguarding of assets and economical and efficient use of resources.

We have a qualified and independent Audit Committee which comprises of our Board of Directors. The Audit Committee reviews the adequacy and efficiency of internal controls and recommends any improvements or corrections. These internal controls ensure efficiency in

operations, compliance with internal policies of the Company, applicable laws and regulations, protection of resources and the accurate reporting of financial transactions.

HUMAN RESOURCE DEVELOPMENT:

There is a continuous effort for better Human Resource (HR) service delivery in order to better serve the customers with simple well executed processes with proper use of technology. Our vision drives our ambitions and our people define our business excellence. Your Company firmly believes that motivated employees are the key for a competitive advantage. It believes that people's contribution is the main engine for growth. They include encouraging participative management style, improvement of job skills of the employees, inculcating the spirit of innovativeness so as to improve their growth and quality of their work, empowering and motivating them and thereby raising their productivity by delegating authorities and responsibilities, establishing system of evaluation of employees, their performance, need for training and consequent rewards by way of increased salaries and perquisites, and their advancement through promotion.

The Company is in real estate sector and for the development of projects we are in, we engage the services of consultants, contractors and sub-contractors who work on our projects, employ a significant labour force which includes skilled, unskilled and semi-skilled workers. In addition to our employees, the Company engages third party consultant engineers, architects, interior designers and landscape designers.

CAUTIONARY STATEMENT:

Certain statements contained in this Management's Discussion and Analysis ("MD&A") constitutes "forward-looking statements". These include statements about Management's expectations, beliefs, intentions or strategies for the future, which are indicated by words such as "anticipate, intend, believe, estimate, forecast and expect" and similar words. All forward-looking statements reflect Management's current views with respect to future events, and are subject to numerous risks, uncertainties and assumptions that have been made. Actual results could differ materially from those expressed or implied, depending upon global and Indian demand-supply conditions, changes in Government regulations, tax regimes and economic developments within India and

For and on Behalf of the Board of Directors

Place: Indore	Sunil Kumar Jain Managing Director	Naveen Kumar Jain Director
Date: 12.08.2016	DIN: 00101324	DIN: 00117876

REPORT ON CORPORATE GOVERNANCE

(Pursuant to SEBI (Listing Obligation And Disclosure Requirements) Regulations, 2015)

Your Company believes that Corporate Governance is a prerequisite for attaining sustainable growth in this competitive world. "Shri Krishna" philosophy on Corporate Governance is based on transparency and accountability and has been a part of the organizational culture of your Company. Our actions are governed by our values and principles, which are reinforced at all levels within the Company.

Corporate Governance is a voluntary and self-discipline code which means not only ensuring compliance with regulatory requirements but by also being responsive to stakeholders needs. Focus of the Company has always been to ensure continuing value creation for each of its stakeholders and above all to achieve business excellence with the goal of long-term sustainable development.

The Company's Corporate Governance philosophy encompasses not only regulatory and legal requirements, such as the terms of listing agreement with stock exchanges, but also several voluntary practices at a superior level of business ethics, effective supervision and enhancement of shareholders' value.

Company's philosophy on Corporate Governance is to achieve the highest levels of transparency, accountability in all its interactions with its stakeholders including shareholders, employees, lenders and the government.

The Company believes that timely disclosures, transparent accounting policies and a strong and independent Board go a long way in protecting shareholders trust while maximizing long-term corporate value.

Our philosophy on Corporate Governance begins with our Board of Directors.

- Half of the Board of Directors comprises of Independent Directors.
- A Non- Executive Director chairs the Audit Committee.
- One Member of Board comprises of Woman Director.
- The Board has established terms of reference for its operation and the operation of Audit Committee in line with regulation 18 of the SEBI (LODR) Regulations, 2015 and section 177 of the Companies Act, 2013 and Rules made there under.

In compliance with the disclosure requirements of regulation 17(1) read with Schedule V of SEBI (LODR) Regulations, 2015, the details are set out as under:

1. BOARD OF DIRECTORS

A. Composition

The Company's policy is to have an appropriate mix of executive, non-executive, woman and independent directors to maintain the independence of the Board, and to separate the Board functions of governance and management.

As on 31st March 2016, the Board of Directors of the Company consists of eight directors, four of whom are non-executive independent directors and thus making the 50% of the Board members as independent.

The Company has one Executive Director in the Board as Managing Director and three other non-executive directors, one of whom is a woman director and who all are not independent. According to Regulation 17, if the chairman is Executive, at least 50% of the Board should consist of non-executive, independent directors. This provision is adequately met at Shri Krishna Devcon Limited. There are four non-executive independent directors as defined by regulation 17(1) which ensures a good blend of executive and independent directors and achieves the desired level of independence of the Board.

Category	No. of Directors
Promoter Directors*	4
Executive Directors (Managing Director)	1
Independent Directors (Non-Executive)	4
Non-Executive Directors	2

* Promoter Directors comprises of Executive and Non-executive Directors including one Women Director.

B. Meetings and Attendance

During the financial year 2015-16, the Board of Directors met five (5) times on the following dates:

Sr. No.	Date
1	30 th May, 2015
2	30 th July, 2015
3	14 th August, 2015
4	14 th November, 2015
5	13 th February, 2016

The last Annual General Meeting of the Company was held on 21st September, 2015.

The gap between any two meetings never exceeded 120 days as stipulated in the regulation 17(2) and in the section 173 of the Companies Act, 2013.

All the agenda items are backed by necessary supporting information and documents to enable the Board to take well informed decisions. The Managing Director and/or the Chief Financial Officer make presentation on the quarterly and annual operating & financial performance. Presentations relating to major projects for which Board's approval are sought are also made. Post meetings, important decisions taken by the Board are communicated to the concerned officials and departments. The Board is also kept updated about the developments on various functional areas.

The details of the Board of Directors, their designation, category, other directorship and committee membership, their attendance at the board meetings/last annual general meeting, are given below:

Name of the Director	Relationships between directors inter-se;	Designation	Category of Directorship	No. of Shares held in Company	Directorship in other Companies (Nos.)	Committees of other Companies		Attendance at the Board Meeting		Attendance in last AGM
						Member	Chairman	No. of Meeting held	No. of Meeting attended	
Mr. Sunil Kumar Jain	Brother of Mr. Mukesh Jain and Mr. Naveen Jain and Father of Ms. Prakshali Jain	Managing Director	Executive	19,20,600	7	Nil	Nil	5	5	Yes
Mr. Mukesh Kumar Jain	Brother of Mr. Sunil Kumar Jain and Mr. Naveen Jain and Uncle of Ms. Prakshali Jain	Director	Non-Executive	19,20,600	10	Nil	Nil	5	5	Yes
Mr. Naveen Kumar Jain	Brother of Mr. Sunil Kumar Jain and Mr. Mukesh Jain Uncle of Ms. Prakshali Jain	Director	Non-Executive	19,20,600	2	Nil	Nil	5	5	Yes
Ms. Prakshali Jain	Daughter of Mr. Sunil Kumar Jain and Niece of Mr. Mukesh Jain and Mr. Naveen Jain	Woman Director	Non-Executive	Nil	Nil	Nil	Nil	5	2	No
Mr. Purshottam Das Bairagi	-	Director	Non-Executive / Independent	Nil	Nil	Nil	Nil	5	5	Yes
Mr. Dinesh Joshi	-	Director	Non-Executive / Independent	Nil	Nil	Nil	Nil	5	5	No
Mr. Ashok Kumar Sethi	-	Director	Non-Executive / Independent	Nil	Nil	Nil	Nil	5	5	No
Mr. Shailesh Kumar Jain	-	Director	Non-Executive / Independent	Nil	1	Nil	Nil	5	5	No

Notes:

1. The directorship held by Directors, do not include directorship in Shri Krishna Devcon Limited.
2. For the purpose of considering the limit of the Committee Membership and Chairmanship of a Director, the Audit Committee and the Stakeholders' Grievances Committee of public listed committees alone has been considered. As per disclosure(s) received from the Directors, the Director does not hold membership in more than 10 Committees and Chairmanship in more than 5 Committees. Regulation 26(1)
3. All the Independent Directors of the Company furnish a declaration at the time of their appointment as also annually that they qualify the tests of independence as laid down under Regulation 16(b) of SEBI (LODR) Regulations, 2015. All such declarations are placed before the Board for information.

4. Compliance reports of laws applicable to the Company are periodically placed before the Board of Directors of the Company. There has been no instance of non-compliance.

5. Code of Conduct

All the Directors and Senior Management personnel have affirmed compliance with the Code of Conduct as approved and adopted by the Board of Directors. The said Code is posted on the website of the Company. A declaration to this effect signed by the MD/CEO of the Company is given in the Annual Report.

6. The Company acknowledges the importance of continuous education and training of the Directors to enable effective discharge of their responsibility. Directors are regularly briefed about the industry's specific issues to knowledge the Directors are regularly updated on the changes in the policies, laws and regulations, developments in the business environment etc. The Board members are provided necessary documents, reports and other presentations about the Company from time to time. Efforts are also made to familiarize the Directors about their roles, rights responsibility in the Company, its business model and the environment in which the Company operates.

The details of such familiarization programmes have been placed in the website of the Company. The web link of the familiarization programmes imparted to independent directors is

<http://shrikrishnadevconlimited.com/wpcontent/uploads/2015/12/Details-of-Familiarization-Programme-for-Independent-Directors-SKDL-2015-16.pdf>

2. COMMITTEES OF THE BOARD

A. Standing Committees

Details of the Standing Committees of the Board and other related information are provided hereunder:

(i) Audit Committee

Objectives:

The primary objective of the Audit Committee is to monitor and effectively supervise the Company's financial reporting process with a view to provide accurate, timely and proper disclosures and the integrity and quality of the financial reporting.

The Committee is governed by a Charter which is in line with the regulatory requirements mandated by the

Companies Act, 2013 and Regulation 18 of the SEBI (LODR) Regulations, 2015. Some of the important functions performed by the Committee are:

Financial Reporting and Related Processes

- Oversight of the Company's financial reporting process and financial information submitted to the Stock Exchanges, regulatory authorities or the public.
- Reviewing with the Management the quarterly unaudited financial statements and the Auditors' Limited Review Report thereon/audited annual financial statements and Auditors' Report thereon before submission to the Board for approval. This accounting policies and reasons for the same, major accounting estimates based on exercise of judgement by the Management, significant adjustments made in the financial statements and / or recommendation, if any, made by the Statutory Auditors in this regard.
- Review the Management Discussion & Analysis of financial and operational performance.
- Discuss with the Statutory Auditors its judgement about the quality and appropriateness of the Company's accounting principles with reference to the Generally Accepted Accounting Principles in India (IGAAP).
- Review the investments made by the Company

All the Members on the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls.

Composition:

The Board has re-constituted Audit Committee at their meeting held on 28/05/2016. It comprises three Independent Non-Executive Directors. All the members of the Audit Committee possess financial/ accounting expertise. The composition of the Audit Committee meets the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (LODR) Regulation, 2015

The composition of the Audit Committee is as follows:

During the year under review the composition of Audit Committee has been the reconstituted & the new composition of the committee is as follows :-

SL. No.	Name of Director	Designation	Category of Director
1	Mr. Shailesh Kumar Jain	Chairman	Non-Executive/Independent Director
2	Mr. Dinesh Joshi	Member	Non-Executive/Independent Director
3	Mr. Purshottam Das Bairagi	Member	Non-Executive/Independent Director
4	Mr. Mukesh Kumar Jain	Member	Non-Executive Director

The Managing Director/Chief Executive Officer and Statutory Auditor are invitees to the relevant meetings of the Audit Committee in respect of businesses related to them. The Company Secretary acts as Secretary to the Audit Committee.

Meetings:

Four Committee meetings were held during the year, as against the minimum requirement of four meetings. The details of the meetings are as under:

SL. No.	Date	Committee Strength	No. of Members Present
1	30 th May, 2015	4	4
2	14 th Aug, 2015	4	4
3	07 th Nov., 2015	4	4
4	13 th Feb., 2016	4	4

Attendance of each Member at the Audit Committee Meetings held during the year

SL. No.	Name Of Director	No. of Meeting Held	No. of Meeting Attended
1	Mr. Purshottam Das Bairagi	4	4
2	Mr. Dinesh Joshi	4	4
3	Mr. Shailesh Kumar Jain	4	4
4	Mr. Mukesh Kumar Jain	4	4

(ii) Nomination and Remuneration Committee

As per provision of section 178 of the Companies Act, 2013 and rules made thereunder and Regulation 19 of the SEBI (LODR) Regulation, 2015, the Board has re-constituted the composition of the committee at the Board meeting held on 28/05/2016.

Composition:

The composition of the Committee is as follows:

SL. No.	Name of Director	Designation	Category of Director
1	Mr. Shailesh Kumar Jain	Chairman	Non-Executive/Independent Director
2	Mr. Ashok Kumar Sethi	Member	Non-Executive/Independent Director
3	Mr. Dinesh Joshi	Member	Non-Executive/Independent Director
4	Mr. Purshottam Das Bairagi	Member	Non-Executive/Independent Director

Terms of Reference:

The terms of reference of the Committee inter alia, include the following:

- Succession planning of the Board of Directors and Senior Management Employees;
- Identifying and selection of candidates for appointment as Directors / Independent Directors based on certain laid down criteria;
- Identifying potential individuals for appointment as Key Managerial Personnel and to other Senior Management positions;
- Formulate and review from time to time the policy for selection and appointment of Directors, Key Managerial Personnel and Senior Management Employees and their remuneration;
- Review the performance of the Board of Directors and Senior Management Employees based on certain criteria as approved by the Board.

Meetings:

During the year, 1 meeting of the Nomination and Remuneration Committee of the Company was held i.e. on 30th July, 2015 in which all the members were present.

The Nomination and Remuneration Committee acts and meets on regular intervals as and when required in accordance with the prescribed provisions of Section 178 of the Companies Act, 2013.

Further, it formulates the criteria for determining qualifications, positive attributes and independence of directors and recommend to the Board policy, relating to the remuneration for the directors, key management personnel and other employees.

It formulates criteria for evaluation of Independent Directors and the Board, It identifies persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and carry out evaluation of every director's performance.

Performance Evaluation Criteria For Independent Directors

The Companies criteria for performance evaluation of Board Members as well as for Independent Directors are as under:

The Board member shall possess appropriate skills, qualification, characteristics and experience. The

objective is to have a Board with diverse background and experience in business, academics, technology, human resources, social responsibilities, finance, law etc. and in such other areas may be considered relevant or desirable to conduct the Company's business in a holistic manner.

Independent director shall be person of integrity and possess expertise and experience and/ or someone who the Committee/Board believes could contribute to the growth / philosophy / strategy of the Company.

In evaluating the suitability of individual Board members, the Committee takes into account many factors, including general understanding of the Company's business dynamics, social perspective, educational and professional background and personal achievements.

Director should possess high level of personal and professional ethics, integrity and values. He should be able to balance the legitimate interest and concerns of all the Company's stakeholders in arriving at decisions, rather than advancing the interests of a particular constituency.

Director must be willing to devote sufficient time and energy in carrying out their duties and responsibilities effectively. He must have the aptitude to critically evaluate management's working. The Committee evaluate search individual with the objective of having a group that best enables the success of the Company's business and achieves its objectives.

The Board has carried out an annual evaluation of its own performance, the Directors individually as well as the evaluation of the functioning of various Committees.

The criteria for evaluation includes factors such as engagement, strategic planning and vision, team spirit and consensus building, effective leadership, domain knowledge, management qualities, teamwork abilities, result / achievements, understanding and awareness, motivation / commitment / diligence, integrity / ethics / values and openness / receptivity.

Details of Remuneration to Directors for 2015-16:

Remuneration of Non-Executive Directors: Non-Executive Directors were not paid any remuneration by way of commission, sitting fees or otherwise. Independent Non-Executive Directors does not have any material pecuniary relationship or transaction with the Company.

The nomination and remuneration committee charter and policy are available on our website:

<http://shrikrishnadevconlimited.com/wp-content/uploads/2015/12/NOMINATION-REMUNERATION-COMMITTEE-POLICY.pdf>

Remuneration of Executive Directors: Payment of remuneration to the Managing Director of the Company is governed by the agreement between him and the Company and was approved by the Board and the shareholders in terms of Section 198, 269, 309 and Schedule XIII to the Companies Act, 1956. The agreement with Managing Director is for a period of five years and renewed thereafter, on mutually accepted terms and conditions.

The details of remuneration paid to the Directors during the year under review from 01.04.2015 to 31.03.2016 are given as follows:

SR. No.	Name of Director	Designation	Gross Remuneration (Rs.)
1	Mr. Sunil Kumar Jain	Managing Director	36,00,000
2	Mr. Mukesh Kumar Jain	Director	NIL
3	Mr. Naveen Kumar Jain	Director	NIL
4	Ms. Prakshali Jain	Director	NIL
5	Mr. Purshottam Das Bairagi	Director	NIL
6	Mr. Dinesh Joshi	Director	NIL
7	Mr. Ashok Kumar Sethi	Director	NIL
8	Mr. Shailesh Kumar Jain	Director	NIL

Elements of Remuneration Package	Name of MD (Executive Director) Mr. Sunil Kumar Jain	Total Amount
Gross Salary (P.A)	36,00 000	36,00,000
Stock Option	-	-
Bonuses	-	-
Pension Scheme	-	-
Other Benefits (If any)	-	-
Total	36,00,000	36,00,000

(iii) Stakeholders' Grievances Committee

Composition:

As per provision of section 178 of the Companies Act, 2013 and rules made thereunder and regulation 20 of the SEBI (LODR) Regulations 2015, the Board has re-constituted the composition of the committee at the meeting held on 28/05/2016.

The composition of the Committee is as follows:

SR. No.	Name of Director	Designation	Category of Director
1	Mr. Shailesh Kumar Jain	Chairman	Non-Executive/Independent Director
2	Mr. Sunil Kumar Jain	Member	Executive/(Managing Director)
3	Mr. Dinesh Joshi	Member	Non-Executive/Independent Director
4	Mr. Purshottam Das Bairagi	Member	Non-Executive/Independent Director

Terms of reference:

The Committee normally meets as and when required. The Committee, inter alia, approves issue of duplicate certificate and oversees and reviews all matters connected with transfer of securities of the Company. The Committee also looks into redressal of shareholder's / investors' complaints related to transfer of shares, non-receipt of Balance Sheet, non-receipt of declared dividends (if any), etc. The Committee oversees performance of the Registrar and Transfer Agents of the Company and monitors implementation and compliance of the Company's Code of Conduct for Prohibition of Insider Trading Regulation, 2015. The Board has delegated the power of approving transfer of securities to the Managing Director.

Meetings:

Four Committee meetings were held during the year, the details of the meetings are as under:

SR. No.	Date	Committee Strength	No. of Members Present
1	30 th May, 2015	4	4
2	14 th Aug, 2015	4	4
3	07 th Nov., 2015	4	4
4	13 th Feb., 2016	4	4

Attendance of each Member at the Shareholders/Investor Grievance Committee Meetings held during the year

SR. No.	Name Of Director	No. of Meeting Held	No. of Meeting Attended
1	Mr. Purshottam Das Bairagi	4	4
2	Mr. Dinesh Joshi	4	4
3	Mr. Sunil Kumar Jain	4	4
4	Mr. Shailesh Kumar Jain	4	4

Investor Grievance Redressal:

The total number of complaints received and resolved to the satisfaction of investors during the year under review as follows:

No. of complaints pending as on 1 st April, 2015	: NIL
No. of complaints received & resolved during 01.04.2015 to 31.03.2016	: NIL
No. of Complaints not solved to the satisfaction of shareholders	: NIL
No. of complaints pending as on 31.03.2016	: NIL

Name and designation of Compliance officer

Mr. Mayank Lashkari (Company Secretary) w.e.f. 14.02.2015 till 30.07.2015

Mr. Prateek Ghatiya (Company Secretary) w.e.f. 30.07.2015 till 03.05.2016

Mr. Qamar Ali (Company Secretary) w.e.f. 03.05.2016

(iv) Finance Committee**Composition:**

The Finance Committee of the Board comprises Mr. Sunil Kumar Jain, Mr. Mukesh Kumar Jain and Mr. Naveen Kumar Jain.

Terms of Reference:

The Committee was formed for approving and availing working capital facilities, loan facilities, etc. and any other specific matter delegated by the Board from time to time.

B. Functional Committees:

The Board may, from time to time, constitute one or more Functional Committees delegating thereto powers and duties with respect to specific purposes. Meetings of such Committees are held as and when the need arises. Time schedule for holding the meetings of such functional committees are finalized in consultation with the Committee Members.

Independent Directors' Meeting'

During the year under review, the Independent Directors met on 13th, February, 2016, inter alia, to discuss:

- Evaluation of the performance of Non-independent Directors and the Board of Directors as a whole.
- Evaluation of the performance of the chairman of the Company, taking into account the views of the Executive and Non-executive directors.
- Evaluation of the quality, content and time lines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the Meeting.

3. BOARD PROCEDURE:

The Board and its Committees meet at regular intervals for discussion on agenda items, detailed notes along with relevant documents which are generally circulated in advance to the directors for deliberations at each meeting of the Board/Committee thereof. The senior management of the Company is invited to attend the Board meeting, make presentations and provide clarifications as and when necessary. They have complete and unfettered access to any information required. The information as required under Schedule II of SEBI (LODR) Regulations, 2015 is made available to the Board such as strategy and business plans, annual operation plans and capital expenditure, investments and exposure limits, any updates, quarterly results, minutes of various committees such as audit committee, shareholders' / investors' grievance committee etc., updation and review of major legal issues, HR related issues & industrial relations, compliance with statutory/regulatory compliances etc.

4. GENERAL BODY MEETINGS

Location, date and time of the Annual General Meetings held during the preceding 3 years and the Special Resolutions passed are as follows:

Year	LOCATION	DATE & TIME	NO. OF SPECIAL RESOLUTION SET OUT AT THE AGMS
2012-13	The Mirador, 131 B New Link Road Opp. Solitare Corporation Park, Chakala, Andheri (E), Mumbai - 400099.	September 13, 2013 11.30 A. M.	One
2013-14	Svenska Design Hotel, SAB TV Road, Off Link Road, Andheri (W), Mumbai - 400 053.	September 22, 2014 11.30 A. M.	Two
2014-15	Svenska Design Hotel, SAB TV Road, Off Link Road, Andheri (W), Mumbai - 400 053.	September 21, 2015 11.30 A. M.	N.A.

Note: - No special resolutions were being passed last year through postal ballot.

5. DISCLOSURES

a. Disclosure on materially significant related party transactions that may have potential conflict with the interests of the Company at large:

The transaction with related parties has been disclosed in the note no. 29 of the notes forming part of the financial statement.

b. Details of non-compliance by the Company, penalties, and strictures imposed on the Company by stock exchange or SEBI or any statutory authority on any matter related to capital markets during the last three years:

The Company has complied with all requirements of Listing Agreement with the Stock Exchange & SEBI Regulations and Guidelines. Further, no penalty was imposed by SEBI, Stock Exchange or any Statutory Authority on any matter related to capital markets during the last three years.

c. Vigil Mechanism/Whistle Blower Policy :

The Company has formulated Vigil Mechanism/Whistle Blower Policy, the same being uploaded on Company's web portal. And it is affirmed that no personnel has been denied access to the audit committee.

d. Details of compliance with mandatory requirements and adoption of non mandatory requirements:

The Company has complied with all the mandatory requirement of Listing Regulations. The Company has also adopted the non mandatory requirement of Remuneration Committee and has not adopted other non mandatory requirements. Adoptions of other non-mandatory requirements of the Listing agreement are being reviewed by the Board.

e. Disclosure of accounting treatment:

In the preparation of financial statements the Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India. The significant accounting policies which are consistently applied are set out in the Annexure to Notes to accounts forming part of this Annual report

f. Disclosure for Risk Management:

The Company has laid down procedures to inform the Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that the executive management controls risk through means of properly defined framework.

g. Prevention of Insider Trading:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Company Secretary & Head Compliance is responsible for implementation of the Code

All Board Directors and the designated employees have confirmed compliance with the Code.

h. Web link of the policy to determine Material Subsidiaries:

<http://shrikrishnadevconlimited.com/wp-content/uploads/2015/12/POLICY-FOR-DETERMINING-MATERIAL-SUBSIDIARY.pdf>

i. Web link of the policy on Dealing with related party Transactions:

http://shrikrishnadevconlimited.com/wpcontent/uploads/2015/12/POLICY_ON_RELATED_PARTY_TRANSACTION.pdf

j. Compliance with Corporate governance Requirements:

The Company has complied with corporate governance requirements specified in regulation 17 to 27 and clause (b) to (i) of sub regulation (2) of Regulation 46 of SEBI (LODR) Regulation, 2015.

6. MEANS OF COMMUNICATION

The Board of Directors of the Company approves and takes on record quarterly, half yearly and yearly financial results in the pro-forma prescribed by Clause 41 of the listing Agreement and Later on with the imposition of New Listing Regulations as per pro-forma prescribed under Regulation 33 of SEBI (LODR) Regulations, 2015 with in prescribed period from the end of the respective period. And the approved financial results are forthwith sent to the stock exchange and are published in the English Newspapers namely, Free Press Journal. In addition, the same are published in local language (Marathi) newspapers namely Navshakti. All important information pertaining to the Company is also mentioned in the Annual Report of the Company containing inter-alia Audited Accounts, Directors' Report, Auditors' Report, Management Discussion and Analysis (MDA) and Corporate Governance Section which is circulated to the members and others entitled thereto for each financial year.

In accordance with regulation 46 of the SEBI (LODR) Regulations, 2015, the Company has maintained functional website www.shrikrishnadevconlimited.com containing basic information regarding Company viz. details of financial information, shareholding pattern, contact information of the designated official of the Company who are responsible for assisting and handling investor grievances etc. the contents are updated from time to time. The financial results of the Company and other relevant information have been made available on Company's website.

7. CEO/CFO CERTIFICATION

A certificate in accordance with the requirements of Regulation 17(8) of the SEBI (LODR) Regulation, 2015, duly signed by the Chairman & Managing Director (CEO)/ (CFO) in respect of the year under review was placed before the Board and taken on record by it. The CEO/CFO Certification is annexed to this report.

8. GENERAL SHAREHOLDER INFORMATION**a. Company Registration Details:**

The Company is registered in the State of Maharashtra, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L67190MH1993PLC075295.

b. Annual General Meeting:

Day, Date & Time: Wednesday, 21st September, 2016. 11.30 am.

Venue: "Sevenska Design Hotel, SAB TV Road, Off Link Road, Andheri (W), Mumbai 400 053"

c. Financial Year: April 01, to March 31,**d. Financial Calendar 2016-17 (Tentative):**

Financial Reporting for the quarter ending June 30, 2016	Second Week of August, 2016
Financial Reporting for the quarter ending September 30, 2016	Second Week of November, 2016
Financial Reporting for the quarter ending December 31, 2016	Second Week of February, 2017
Financial Reporting for the quarter ending March 31, 2017	Last Week of May, 2017

e. Dates of Book Closure:

15th September, 2016 to 21st September, 2016

f. Dividend Payment Date :

No Dividend is recommended by the Board on equity shares of the Company.

g. Listing on Stock Exchange:

The equity shares of the Company are listed on:

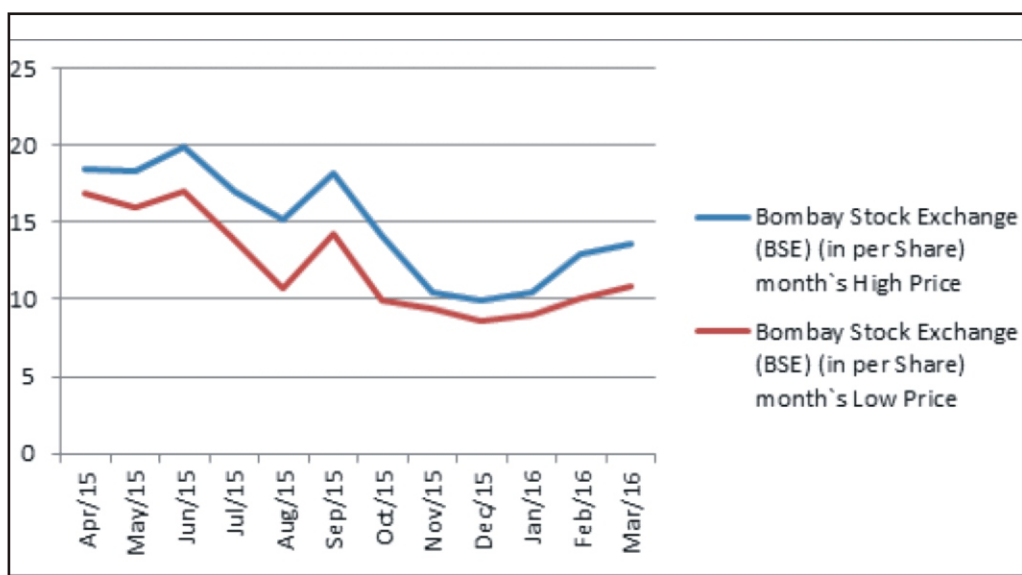
Name and Address of the Stock Exchange	Stock Code
The Bombay Stock Exchange Limited (BSE) (Address: PhirozeJeejeebhoy Towers, Dalal Street, Fort, Mumbai- 400001)	531080

The Company has paid annual Listing fees for the year 2016-17 to BSE.

Market Price Data:

Period	Bombay Stock Exchange (BSE) (In Rs. Per share)	
	Month's High Price	Month's Low Price
April, 2015	18.50	16.95
May, 2015	18.30	15.95
June, 2015	19.85	17.05
July, 2015	17.00	13.90
August, 2015	15.20	10.75
September, 2015	18.15	14.25
October, 2015	14.17	9.98
November, 2015	10.46	9.46
December, 2015	9.92	8.55
January, 2016	10.40	9.04
February, 2016	12.97	10.00
March, 2016	13.55	10.84

Source: BSE website



h. Registrar and Share Transfer Agents & Share Transfer System:

Sharex Dynamic (India) Pvt. Limited is your Company's Registrars & Share Transfer Agents. Share transfers in physical form and other communications regarding shares, dividend, change of address, etc. may be addressed to:

Sharex Dynamic (India) Pvt. Limited
Unit No. 1, Luthra Ind. Premises, M. Vasanji Marg,
Andheri Kurla Road, Safed Pool,
Andheri (East), Mumbai 400 072
Tel.: 022-2851 5606 / 2851 5644
E-mail: sharexindia@vsnl.com

Transfer of shares in physical form is processed and completed by Sharex Dynamic (India) Pvt. Limited within the stipulated time period, subject to the documents being valid and complete in all respects. The Board has delegated the authority for approving transfer, transmission etc. of the Company's securities to the officers of the Company. A summary of transfer / transmission of securities of the Company so approved by officers are placed at every Shareholders/Investor Grievance Committee meeting. In case of Shares in Demat Form, the transfers are processed by NSDL or CDSL through respective Depositories Participants. The Company obtains, from a Company Secretary in practice, half yearly certificate of compliance with the share transfer formalities as required under regulation 40 of the SEBI (LODR) Regulations, 2015 with Stock Exchanges and files a copy of the certificate with the Bombay Stock Exchange Limited.

i. Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, conversion date and likely impact on equity:

NIL

j. Dematerialization of Shares and Liquidity:

Details of Dematerialized shares are as follows:

Date	No of Shares held in Dematerialized form	Total Paid up Capital	% of Paid up capital in Dematerialized form
31.03.2016	27,429,950	28,000,000	97.96%

Shareholders, who still continue to hold shares in physical form, are requested to dematerialize their shares at the earliest and avail of the various benefits of dealing in securities in electronic/dematerialized form. For any clarification, assistance or information, please contact Sharex Dynamic (India) Pvt. Limited, the Registrar and Share, Transfer Agents of the Company. The shareholders have the option to hold Company's shares in demat form through the NSDL and CDSL.

k. The Company has not issued any ADRs/GDRs/Warrants or any convertible instruments during the financial year 2015-16.

l. The Company is mainly engaged in Real Estate sector and there is no need of plants or manufacturing units, therefore there are no plants or manufacturing units as such.

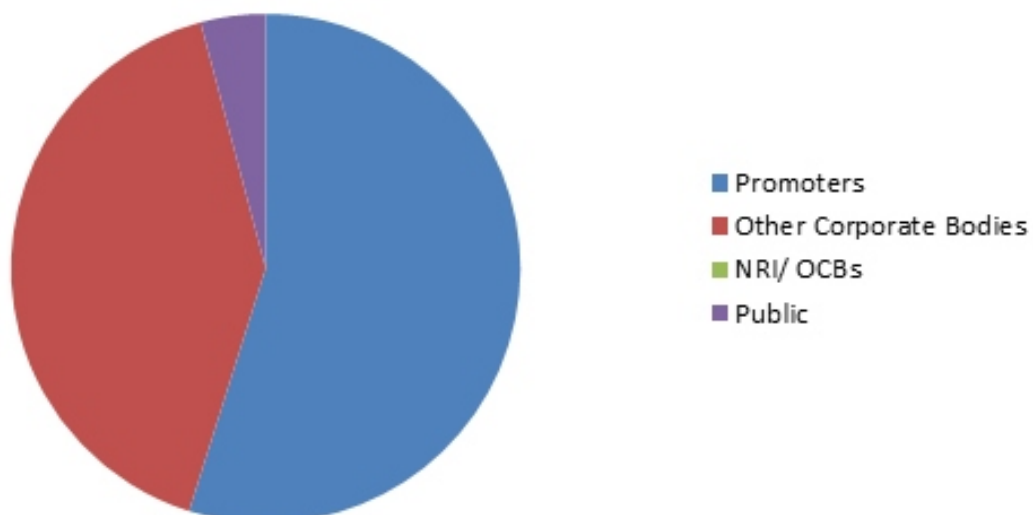
m. Distribution of share holding as on 31st March , 2016 :

Share Of Nominal Value (₹)	No. of Shareholders	(%) of Shareholders	Total Amount (₹)	(%) of Amount
Upto - 5000	1734	82.53	2851810.00	01.02
5001 - 10000	0177	08.42	1509670.00	00.54
10001 - 20000	0080	03.81	1162860.00	00.42
20001 - 30000	0024	01.14	607630.00	00.22
30001 - 40000	0015	00.71	547630.00	00.20
40001 - 50000	0014	00.67	644710.00	00.23
50001 - 100000	0026	01.24	1890840.00	00.68
100001 & Above	0031	01.48	270784850.00	96.71
Total	2101	100%	280,000,000.00	100%

n. Distribution of Shareholding according to the categories of shareholders as on 31st March ,2016

Categories	No. of Shares	Amount in Rs.	% to Total
Promoters & Promoter group	15,365,070	153,650,700.00	54.875
Financial Institutions, Banks	Nil	Nil	Nil
Mutual Funds, UTI	Nil	Nil	Nil
Foreign Institutional Investors	Nil	Nil	Nil
Central & State Government	Nil	Nil	Nil
NRIs/ OCBs	530	5,300	0.002
Other Bodies Corporate	11,480,731	114,807310	41.002
Public	11,53,669	11,536,690	4.121
Total	28,000,000	280,000,000.00	100%

Number of Shares Held



o. Nomination:

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination facility in respect of shares held in electronic form is also available with the Depository Participants as per bye laws and business rules applicable to NSDL and CDSL.

p. Secretarial Audit:

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Ltd. (CDSL) and total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the listed Stock Exchange. The audit confirm that the total listed and paid up capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

q. E-Voting Facility to members

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members the facility to exercise their right to vote at the 22nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited ('CDSL'). Pursuant to the amendments made in regulation 44 of the SEBI (LODR) Regulations, 2015, the Company has sent assent/dissent forms to the members to enable those who do not have access to e-Voting facility to cast their vote on the shareholders resolution to be passed at the ensuing Annual General Meeting, by sending their assent or dissent in writing.

r. Address for Correspondence:

The Investors can personally contact or send their correspondence either to Share Transfer Agents or at the Company's Investor Service Centre, at the following address:

Sharex Dynamic (India) Pvt. Limited
Registrar & Transfer Agents
Unit No. 1, Luthra Ind. Premises, M. Vasanji Marg,
Andheri Kurla Road, Safed Pool,
Andheri (East), Mumbai 400 072
Tel.: 022-2851 5606 / 2851 5644
E-mail: sharexindia@vsnl.com

Shri Krishna Devcon Limited
Investor Service Centre
"SRI KRISHNA" 805/806, Opp Laxmi Industrial Estate
New Link Road, Andheri (West)
Mumbai (Mah) 400 053
Tel.: 022- 26732940
Email: shrikrishnaelectra@hotmail.com

CERTIFICATION BY CEO/CFO UNDER SEBI (LODR) REGULATION 2015**COMPLIANCE CERTIFICATE****[Under Regulation 17(8) of SEBI (LODR) Regulations, 2015]**

To,
The Board of Directors
Shri Krishna Devcon Limited

A. We have reviewed financial statements and the cash flow statement for the year 31.03.2016 and that to the best of our knowledge and belief:

- (1) these statements do not contain any materially untrue statement omit any material fact or contain statements that might be misleading;
- (2) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and believe, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee

- (1) significant changes in internal control over financial reporting during the year;
- (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- (3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the listed entity's internal control system over financial reporting.

For, Shri Krishna Devcon Limited

Date: 28.05.2016

Place: Indore

Sunil Kumar Jain
Managing Director

Vikas Kumar Jain
CFO

DECLARATION- CODE OF CONDUCT

This is to confirm that the Board has laid down a Code of Conduct for all Board Members and the Senior Management of the Company. The Code of Conduct has also been posted on the website of the Company.

It is further confirmed that all Directors and Senior Management of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended on 31st March, 2016.

By order of the Board of Director

Place : Indore

Date : 28.05.2016

**Sunil Kumar Jain
Managing Director
(DIN 00101324)**

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

**To
The Members of,
Shri Krishna Devcon Limited,
Mumbai.**

We have examined the compliance of conditions of Corporate Governance by SHRI KRISHNA DEVCON LIMITED (the Company) for the year ended on 31st March, 2016 as stipulated in regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paragraph C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") with the Stock Exchanges in India.

The Compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in Listing Regulations of the SEBI (LODR) Regulations, 2015.

We further state that such Compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with the Management has conducted the affairs of the Company.

**For, KHANDELWAL & KHANDELWAL ASSOCIATES
CHARTERED ACCOUNTANTS
(FRN. 008389C)**

**(DURGESH KHANDELWAL)
PARTNER
M.NO.077390**

Place: Indore

Date : 28.05.2016

Independent Auditor's Report

To,
The Members,
Shri Krishna Devcon Limited,
Mumbai

Report on the Financial Statements

We have audited the accompanying standalone financial statements of Shri Krishna Devcon Limited ("the Company") which comprise the Balance Sheet as at 31 March, 2016, the Statement of Profit and Loss and Cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in sub-section 5 of Section 134 of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under sub-section 10 of Section 143 of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company

as at March 31, 2016, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order'), issued by the Central Government of India in exercise of powers conferred by sub-section 11 of section 143 of the Act, we enclose in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by sub-section 3 of Section 143 of the Act, we report that:

a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

c) the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the Directors as on March 31, 2016 taken on record by the Board of Directors, none of the Directors are disqualified as on March 31, 2016 from being appointed as a Director in terms of sub-section 2 of Section 164 of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B" and

g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position;

ii. The company did not have any long term contract including derivative contract for which there were any material foreseeable losses; and

iii. The company did not have amount, required to be transferred to the Investor Education and Protection Fund.

**For Khandelwal & Khandelwal Associates
Chartered Accountants
Firm Registration No. 008389C**

**CA. Durgesh Khandelwal
Partner
M. No. 077390**

**Place: Indore
Date : 28.05.2016**

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT OF SHRI KRISHNA DEVCON LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2016.
(Refer to in our report of even date)**

- i. a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

c) According to the information and explanation gives to us and on the basis of examination of the records of the company, the title deeds of immovable properties are held in the name of the company.
- ii. The inventory includes land, plot of land, completed buildings, land under development, building under development etc. The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and no material discrepancies were noticed on physical verification.
- iii. In our opinion and according to information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.
- iv. In our opinion and According to the information and explanation gives to us, the company has complied with the provisions of section 185 and 186 of the Act.
- v. The company has not accepted any deposits from the public in accordance with the provisions of sections 73 to 76 of the Act and the rules framed there under.
- vi. We are informed that the maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Act.
- vii. a) According to the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues including Provident Fund, employees' State Insurance, Income-tax, Sales-tax, Service Tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities.

According to the information and explanations given to us, no undisputed amount payable in respect of Provident Fund, employees' State Insurance, Income-tax, Sales-tax, Service Tax, duty of customs, duty of excise, value added tax and any other undisputed statutory dues were outstanding at the end of the year for a period of more than six months from the date they become payable.

b) According to the information and explanations given to us there are no dues of Provident Fund, employees' State Insurance, Income-tax, Sales-tax, Service Tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues outstanding on account of any dispute.

- viii. The company has not defaulted in repayment of dues to any Financial Institution or Bank. The company has no debenture holders.

- ix. In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.
- x. Based upon the audit procedures performed and the information and explanations given to us, no fraud by the Company or on the company by its officers and employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us and based on the examination of records of the company has paid or provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.
- xii. According to the information and explanations given to us, the company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examinations of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. The details of such related party transactions have been disclosed in the financial statements as required by applicable accounting standards.
- xiv. According to the information and explanations give to us and based on our examination of the records, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv. According to the information and explanations given to us and based on our examination of the records, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

**For Khandelwal & Khandelwal Associates
Chartered Accountants
Firm Registration No. 008389C**

**Place: Indore
Date : 28.05.2016**

**CA. Durgesh Khandelwal
Partner
M. No. 077390**

**ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT OF SHRI KRISHNA DEVCON LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2016.
(Refer to in our report of even date)**

Report on the internal financial controls under clause (i) of sub-section 3 of section 143 of the Act.

We have audited the internal financial controls over financial reporting of Shri Krishna Devcon Limited (“the Company”) as of 31st March, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s responsibility for internal financial controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act 2013 (“the Act”).

Auditor’s responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial control system over financial reporting.

Meaning of internal financial controls over financial reporting

A company’s internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial controls over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the

company's assets that could have a material effect on the financial statements.

Inherent limitations of internal financial controls over financial reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial controls over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2016, based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by ICAI.

**For Khandelwal & Khandelwal Associates
Chartered Accountants
Firm Registration No. 008389C**

**CA. Durgesh Khandelwal
Partner
M. No. 077390**

**Place: Indore
Date : 28.05.2016**

Balance Sheet as at March 31, 2016

CIN:L67190MH1993PLC075295

Particulars		Note No.	As at 31 March, 2016	As at 31 March, 2015
			₹	₹
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	3	28,00,00,000	28,00,00,000
	(b) Reserves and surplus	4	30,91,32,678	28,51,71,418
	Total of Shareholders' funds		58,91,32,678	56,51,71,418
2	Non-current liabilities			
	(a) Long-term borrowings	5	2,77,49,066	2,29,58,506
	(b) Deferred tax liabilities (net)	25	1,29,254	3,78,924
	Total of Non-current liabilities		2,78,78,320	2,33,37,430
3	Current liabilities			
	(a) Short-term borrowings	6	31,25,74,574	30,37,90,127
	(b) Trade payables	7	7,91,67,998	5,07,94,560
	(c) Other current liabilities	8	35,04,64,051	26,82,92,837
	(d) Short-term provisions	9	1,09,71,620	50,03,608
	Total of Current liabilities		75,31,78,243	62,78,81,132
	TOTAL OF EQUITY AND LIABILITIES		1,37,01,89,242	1,21,63,89,980
B	ASSETS			
1	Non-current assets			
	(a) Fixed assets			
	Tangible assets	10	69,65,073	88,91,396
	(b) Non-current investments	11	28,06,74,330	26,09,75,598
	(c) Long-term loans and advances	12	25,95,134	22,45,500
	(d) Other non-current assets	13	27,22,853	28,61,656
	Total of Non-current assets		29,29,57,390	27,49,74,150
2	Current assets			
	(a) Inventories	14	85,77,74,171	86,58,41,349
	(b) Trade receivables	15	8,83,06,109	85,39,103
	(c) Cash and bank balances	16	8,04,59,834	4,36,90,671
	(d) Short-term loans and advances	17	5,06,91,739	2,33,44,707
	Total of Current assets		1,07,72,31,852	94,14,15,830
	TOTAL OF ASSETS		1,37,01,89,242	1,21,63,89,980

The accompanying notes form an integral part of the financial statements

As per our report of even date attached.

For Khandelwal & Khandelwal Associates

Chartered Accountants

(Firm Registration No. 008389C)

CA. Durgesh Khandelwal

Partner

M.NO. 077390

Place : Indore

Date: 28-05-2016

For and on behalf of the Board of Directors

Sunil Kumar Jain
(Managing Director)
DIN. 00101324

Mukesh Kumar Jain
(Director)
DIN.00392364

Vikas Jain
(Chief Financial Officer)

Qamar Ali
(Company Secretary)

Statement of Profit and Loss for the year ended March 31, 2016

CIN:L67190MH1993PLC075295

Particulars		Note No.	For the year ended	For the year ended
			31 March, 2016	31 March, 2015
			₹	₹
1	Revenue from operations	18	21,92,84,279	7,98,21,281
2	Other income	19	89,44,027	1,00,20,098
3	Total revenue (1+2)		22,82,28,306	8,98,41,379
4	Expenses			
	(a) Land, Construction & Services Cost	20.a	12,83,55,972	7,64,20,690
	(b) Changes in inventories of finished goods, work-in-progress and trading stock	20.b	80,67,178	(3,40,05,484)
	(c) Employee benefits expenses	21	53,37,241	53,03,958
	(d) Finance costs	22	2,08,34,326	8,57,446
	(e) Depreciation	10	19,69,573	21,28,420
	(f) Other expenses	23	2,69,35,059	2,51,42,598
	Total expenses		19,14,99,349	7,58,47,628
5	Profit before tax (3-4)		3,67,28,958	1,39,93,752
6	Tax expense:			
	(a) Current tax		1,30,17,367	50,39,259
	(b) Deferred tax		(2,49,670)	(2,43,879)
	Net current tax expense		1,27,67,697	47,95,380
7	Profit for the year (5-6)		2,39,61,260	91,98,372
8	Earnings per share (of ₹ 10/- each):			
	(a) Basic	24	0.86	0.33
	(b) Diluted	24	0.86	0.33

The accompanying notes form an integral part of the financial statements

As per our report of even date attached.

For Khandelwal & Khandelwal Associates

Chartered Accountants

(Firm Registration No. 008389C)

For and on behalf of the Board of Directors

CA. Durgesh Khandelwal
Partner
M.NO. 077390

Sunil Kumar Jain
(Managing Director)
DIN. 00101324

Mukesh Kumar Jain
(Director)
DIN.00392364

Place : Indore
Date: 28-05-2016

Vikas Jain
(Chief Financial Officer)

Qamar Ali
(Company Secretary)

Cash Flow Statement for the year ended March 31, 2016

CIN:L67190MH1993PLC075295

Particulars	For the year ended 31 March, 2016		For the year ended 31 March, 2015	
	₹	₹	₹	₹
A. Cash flow from operating activities				
Net Profit before tax	3,67,28,958		1,39,93,752	
<u>Adjustments for:</u>				
Depreciation	19,69,573		21,28,420	
Interest costs	2,08,34,326		6,17,530	
Interest income	(88,20,790)		(95,39,360)	
Loss on sale on investments	347		-	
Profit from partnership firms	(90,683)		(95,623)	
Operating profit before working capital changes		5,06,21,730		71,04,719
<u>Changes in working capital:</u>				
<u>Adjustments for operating assets:</u>				
(Increase)/Decrease in inventories	80,67,178		(3,40,05,484)	
(Increase)/Decrease in trade receivables	(7,97,67,006)		14,11,16,779	
(Increase)/Decrease in short-term loans and advances	(2,93,92,777)		(32,99,213)	
(Increase)/Decrease in long-term loans and advances	(3,49,634)		(15,30,000)	
<u>Adjustments for operating liabilities:</u>				
Increase/(Decrease) in trade payables	2,83,73,438		(13,15,47,783)	
Increase/(Decrease) in other current liabilities	7,81,12,747		7,25,55,449	
Cash generated from operations		5,56,65,676		5,03,94,467
Income tax		(50,03,608)		(3,46,797)
Net cash flow from / (used in) operating activities (A)		5,06,62,068		5,00,47,670
B. Cash flow from investing activities				
Capital expenditure on fixed assets	(43,250)		-	
Investments in partnership firms	(1,96,99,942)		(14,46,61,841)	
Proceeds from sale of long term investment	863			
Bank deposits not considered as Cash and cash equivalents	1,38,803		(5,29,122)	
Interest received	88,20,790		95,39,360	
Profit from partnership firms	90,684		95,623	
Net cash flow from / (used in) investing activities (B)		(1,06,92,052)		(13,55,55,979)
C. Cash flow from financing activities				
Repayment of long-term borrowings	(99,533)		(16,97,451)	
Proceeds of long-term borrowings	89,48,560		2,43,44,506	
Proceeds from short-term borrowings	87,84,447		6,82,44,644	
Interest cost	(2,08,34,326)		(6,17,530)	
Net cash flow from / (used in) financing activities (C)		(32,00,852)		9,02,74,169
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		3,67,69,164		47,65,860
Cash and cash equivalents at the beginning of the year		4,36,90,671		3,89,24,810
Cash and cash equivalents at the end of the year		8,04,59,834		4,36,90,671
Cash and cash equivalents Comprises of:				
(a) Cash on hand	39,96,526		1,53,68,966	
(b) Balances with banks in current accounts	7,64,63,308		2,83,21,705	
Total		8,04,59,834		4,36,90,671

The accompanying notes form an integral part of the financial statements

As per our report of even date attached.

For Khandelwal & Khandelwal Associates

Chartered Accountants

(Firm Registration No. 008389C)

For and on behalf of the Board of Directors

CA. Durgesh Khandelwal
Partner
M.NO. 077390

Sunil Kumar Jain
(Managing Director)
DIN. 00101324

Mukesh Kumar Jain
(Director)
DIN.00392364

Place : Indore
Date: 28-05-2016

Vikas Jain
(Chief Financial Officer)

Qamar Ali
(Company Secretary)

Notes forming part of the financial statements for the year ended March 31, 2016

Note	Particulars
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1	Corporate information
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Shri Krishna Devcon Limited ('the Company or 'SKDL') is a real estate developer engaged in the business of construction, development of townships, housing projects, commercial premises and other related activities.

2	Significant accounting policies
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2.01 Basis of preparation of financial statements

These financial statements of the Company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention.

2.02 Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise. Significant estimates used by the management in the preparation of these financial statements include computation of percentage completion for projects in progress, project cost, revenue and saleable area estimates, classification of assets and liabilities into current and non-current, estimates of the economic useful lives of fixed assets, provisions for bad and doubtful debts. Any revision to accounting estimates is recognised prospectively.

2.03 Tangible fixed assets

Tangible fixed assets are stated at cost, less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Borrowing costs directly attributable to acquisition of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

2.04 Depreciation and amortisation

Depreciation on fixed assets is provided on the straight-line method based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013

2.05 Impairment of tangible assets

The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, except in case of revalued assets.

2.06 Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. On initial recognition, all investments are measured at cost. Current investments are carried at lower of cost and fair market value. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of the investments.

2.07 Inventories

(i) Trading Stock:

Trading Stock represents Plots of land and Flats for resale. Trading stock are valued at lower of cost and net realisable value. Cost includes cost of acquisition and other related cost on acquisition.

(ii) Work in progress:

Work in Progress (including land inventory) represents cost incurred in respect of unsold area of the real estate development projects or cost incurred on projects where the revenue is yet to be recognised. Work in Progress are valued at lower of cost and net realisable value. Cost includes cost of land/development rights, materials, construction, services, borrowing costs and other overheads relating to projects.

(iii) Finished Goods:

Finished Goods represents unsold units of completed projects. Finished Goods are valued at lower of cost and net realisable value. Cost is determined by including cost of land/development rights, materials, services and other related overheads.

2.08 Revenue recognition

i) Revenue from real estate projects

Revenue from real estate projects is recognised when it is reasonably certain that the ultimate collection will be made and no significant uncertainty exist regarding the amount of consideration. The Company

follows the percentage of completion method for its projects. The revenue recognition policy is as under:

(a) Project for which revenue recognition has commenced prior to April 1, 2012

Revenue from these real estate projects is recognised on the 'percentage of completion' method of accounting. Revenue is recognised, in relation to sold areas only, when the stage of completion of each project reach a significant level which is estimated to be at least 30% of the total estimated construction cost of the project. Revenue is recognised in the proportion that the construction cost incurred for work performed upto the reporting date bears to the estimated total construction cost. Land costs are not included for the purpose of computing the percentage of completion.

(b) Project for which revenue is recognised for the first time on or after April 1, 2012

With effect from April 1, 2012 in accordance with the Revised Guidance Note issued by Institute of Chartered Accountants of India ("ICAI") on "Accounting for Real Estate Transactions (Revised 2012)", the Group revised its Accounting Policy of revenue recognition for all projects commencing on or after April 1, 2012 or project where the revenue is recognized for the first time on or after the above date. As per this Guidance Note, the revenue has been recognized on percentage of completion method provided that all of the following conditions are met at the reporting date.

- at least 25% of estimated construction and development costs (excluding land cost) has been incurred;
- at least 25% of the saleable project area is secured by contract or agreements with buyers; and
- at least 10% of the total revenue as per agreement to sell are realized in respect of these agreements.

The estimates relating to percentage of completion, costs to completion, area available for sale etc. being of a technical nature are reviewed and revised periodically by the Management and are considered as change in estimates and accordingly, the effect of such changes in estimates is recognised prospectively in the period in which such changes are determined.

[\(ii\) Revenue from construction contracts are recognised as per AS-7 "Construction Contracts".](#)

[\(iii\) Share in profits of partnership firm investments](#)

The Company's share in profits from a firm where the Company is a partner, is recognised on the basis of such firm's financial statements.

[\(iv\) Dividend income](#)

Dividend is recognised when the shareholders right to receive payment is established at the Balance sheet date.

[\(v\) Interest Income](#)

Income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

[\(vi\) Other income](#)

Other Income is accounted on accrual basis except where the receipt of income is uncertain.

2.09 Employee benefits

Employee benefits include short term benefits like salaries and wages which are recognized as an expense in the statement of Profit and Loss of the year in which the related service is rendered.

2.10 Borrowing costs

Borrowing cost relating to the acquisition/construction of a qualifying asset (including real estate projects) are considered as part of the cost of the asset/project. All other borrowing costs are treated as period cost and charged to the statement of profit and loss in the year in which it is incurred.

2.11 Segment reporting

The Company has only one reportable segment i.e. Real Estate Development Business on the basis of nature of risks and returns and the internal organisation and management structure of the Company.

2.12 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

2.13 Taxes on income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets are recognised for timing differences of items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised.

2.14 Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in respect of possible obligations that arise from past events but their existence is confirmed by the occurrence or non-occurrence of one or more uncertain future events not fully within the control of the company.

Notes forming part of the financial statements for the year ended March 31, 2016

Note 3 Share capital

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares	₹	Number of shares	₹
(a) Authorised Equity shares of ₹10 each with voting rights	2,80,00,000	28,00,00,000	2,80,00,000	28,00,00,000
(b) Issued Equity shares of ₹10 each with voting rights	2,80,00,000	28,00,00,000	2,80,00,000	28,00,00,000
(c) Subscribed and fully paid up Equity shares of ₹10 each with voting rights	2,80,00,000	28,00,00,000	2,80,00,000	28,00,00,000
Total	2,80,00,000	28,00,00,000	2,80,00,000	28,00,00,000

Note 3.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year:

Particulars	Opening Balance	Conversion of share warrants in equity shares	Other changes	Closing Balance
Equity shares with voting rights Year ended 31 March, 2016				
- Number of shares	2,80,00,000	-	-	2,80,00,000
- Amount (₹)	28,00,00,000	-	-	28,00,00,000
Year ended 31 March, 2015				
- Number of shares	2,80,00,000	-	-	2,80,00,000
- Amount (₹)	28,00,00,000	-	-	28,00,00,000

Note 3.2 Terms/ rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. In event of liquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Note 3.3 Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mac Life Sciences Pvt. Ltd.	22,00,000	7.86	22,00,000	7.86
Sayoni Infracon Pvt. Ltd.	35,00,000	12.50	35,00,000	12.50
Craftwell Electronics Pvt. Ltd.	33,00,000	11.79	33,00,000	11.79
Vishwanath Hospital And Research Centre Pvt. Ltd.	22,00,000	7.86	22,00,000	7.86
Manorama Jain	19,20,600	6.86	19,20,600	6.86
Keshrimal Jain	19,20,870	6.86	19,20,870	6.86
Anjana Jain	19,20,600	6.86	19,20,600	6.86
Sunil Jain	19,20,600	6.86	19,20,600	6.86
Sangeeta Jain	19,20,600	6.86	19,20,600	6.86
Mukesh Jain	19,20,600	6.86	19,20,600	6.86
Surabhi Jain	19,20,600	6.86	19,20,600	6.86
Navin Jain	19,20,600	6.86	19,20,600	6.86

Notes forming part of the financial statements for the year ended March 31, 2016

Note 4 Reserves and Surplus

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
(a) Securities premium account Opening balance	23,83,29,657	23,83,29,657
Closing balance	23,83,29,657	23,83,29,657
(b) Surplus in Statement of Profit and Loss Opening balance	4,68,41,761	3,76,43,389
Add: Profit for the year	2,39,61,260	91,98,372
Closing balance	7,08,03,021	4,68,41,761
Total of reserve & surplus	30,91,32,678	28,51,71,418

Note 5 Long-term Borrowings

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Secured Overdraft from bank (Refer Note 5.1)	2,77,49,066	2,29,58,506
Total of long term borrowing	2,77,49,066	2,29,58,506

Note 5.1 Terms of repayment and security

Terms of repayment and security	As at 31 March, 2016	As at 31 March, 2015
	Secured	Secured
	₹	₹
Dropline overdraft limit from State bank of India		
Long term borrowing	2,77,49,066	2,29,58,506
Current maturity of long tem debt	55,44,000	13,86,000
Total loan amount	3,32,93,066	2,43,44,506

Security:

a. Primary Security: Hypothecation of Current Assets of the project comprising of building material, equipments, book debts and other current assets owned by the company for the project , both present and future.

b. Collateral Security: Equitable Mortgage of freehold admeasuring 12000 sq. ft. situated at Plot No. 4, Pratap Nagar, Manik Bagh Road, Indore.

c. Personal Guarantee of some of directors of the company

Repayment

77 Monthly instalments of Rs. 462000 each and last instalment of Rs. 426000 commenced from December 2015 for the principal amount.

Notes forming part of the financial statements for the year ended March 31, 2016

Note 6 Short-term Borrowings

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
(a) Loans and advances from related parties Unsecured	11,90,13,911	10,70,79,399
(b) From corporate bodies Unsecured	19,35,60,663	19,67,10,728
Total of short-term borrowings	31,25,74,574	30,37,90,127

Note 7 Trade Payables

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Payable for land purchase	2,11,25,000	2,11,25,000
Payable for Supplies & Services (Refer Note 27)	5,80,42,998	2,96,69,560
Total of trade payables	7,91,67,998	5,07,94,560

Note 8 Other Current Liabilities

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Current maturities of long-term debt (refer note 5.1)	55,44,000	14,85,533
Advances from customers	32,47,51,550	24,72,97,883
Statutory dues	14,41,106	19,12,026
Security Deposits	11,30,000	-
Others	1,75,97,395	1,75,97,395
Total of other current liabilities	35,04,64,051	26,82,92,837

Note 9 Short-term Provisions

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Provision for tax net of advance tax & TDS	1,09,71,620	50,03,608
Total of short-term provisions	1,09,71,620	50,03,608

Notes forming part of the financial statements for the year ended 31 March, 2016

Note 10 Fixed Assets

Tangible Assets	Gross block			Accumulated depreciation/amortisation				Net block	
	Balance as at 1 April, 2015	Additions	Disposals	Balance as at 31 March, 2016	Balance as at 1 April, 2015	Depreciation expense for the year	Eliminated on disposal of assets	Balance as at 31 March, 2016	Balance as at 31 March, 2015
	₹	₹	₹	₹	₹	₹	₹	₹	₹
Owned:									
(a) Vehicles	1,39,28,701	-	-	1,39,28,701	54,57,264	18,57,110	-	73,14,374	84,71,437
(b) Computer and Peripherals	3,08,209	43,250	-	3,51,459	2,89,464	26,439	-	3,15,903	18,745
(c) Air Conditioner	61,897	-	-	61,897	28,226	10,367	-	38,593	33,671
(d) DVD Player	4,499	-	-	4,499	4,275	224	-	4,499	224
(e) LCD TV	29,000	-	-	29,000	27,550	-	-	27,550	1,451
(f) EPABX	7,995	-	-	7,995	3,779	1,419	-	5,198	4,216
(g) Mobile Instruments	1,67,000	-	-	1,67,000	1,03,850	34,559	-	1,38,409	63,150
(h) Money counting Machine	31,640	-	-	31,640	7,255	3,515	-	10,770	24,385
(i) D.G Set	3,39,200	-	-	3,39,200	65,082	35,940	-	1,01,022	2,74,118
(j) Furniture and Fixtures	17,930	-	-	17,930	17,930	-	-	17,930	-
Total	1,48,96,071	43,250	-	1,49,39,321	60,04,675	19,69,573	-	79,74,248	88,91,396
Previous year	1,48,96,071	-	-	1,48,96,071	38,76,256	21,28,420	-	60,04,675	1,10,19,816

Notes forming part of the financial statements for the year ended 31 March, 2016

Note 11 Non-current Investments

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
A. Trade Investments (At cost):		
Unquoted		
Investment in partnership firms (Subsidiaries)	20,16,30,174	15,94,25,050
Investment in partnership firms (Associates)	7,49,50,463	9,74,55,645
(Refer Note 11.1)		
Total of trade investments	27,65,80,637	25,68,80,695
B. Other Investments (At cost)		
Quoted equity shares (Refer Note 11.2)		
(a) 17,886 (As at 31 March, 2015 : 17,891) shares of ₹10 each, fully paid up in Vishal Malleables Ltd.	13,54,483	13,54,862
(b) 12,84,610 (As at 31 March, 2015 : 1,285,000) shares of ₹1 each, fully paid up in Mobile Telecommunications Ltd.	27,39,209	27,40,041
Aggregate Market value as at 31st March, 2016 Rs. 36.73 Lacs (As at 31st March 2015 Rs. 41.80 lacs)		
Total of other investments	40,93,693	40,94,903
Total of non current investments (A+B)	28,06,74,330	26,09,75,598

Note 11 Non Current Investment (contd.)

Note 11.1 Other details relating to investment in partnership firms

Name of the firms	As at 31 March, 2016		As at 31 March, 2015	
	Names of partners in the firm	Share of each partner in the profits of the firm	Names of partners in the firm	Share of each partner in the profits of the firm
1 M/S Maa Shipra Enterprises	Shri Krishna Devcon Ltd	25	Shri Krishna Devcon Ltd	25
Total Capital as on 31.03.2016 ₹3,600,000	Mr. Yogesh Mishra	25	Mr. Yogesh Mishra	25
Previous year ₹3,600,000	Mr. Abhishek Rathi	25	Mr. Abhishek Rathi	25
Total	Mr. Lokesh Awasthi	25	Mr. Lokesh Awasthi	25
		100		100
2 M/S Avani Buildcon	Shri Krishna Devcon Ltd	50	Shri Krishna Devcon Ltd	50
Total Capital as on 31.03.2016 ₹182091704	Mr.Sunil Sangoi	50	Mr.Sunil Sangoi	50
Previous year ₹ 207,506,487				
Total		100		100
3 M/S Shree Krishna Buildcon	Shri Krishna Devcon Ltd	60	Shri Krishna Devcon Ltd	60
Total Capital as on 31.03.2016 ₹29,968,000	Mr.Vijay Godwani	8	Mr.Vijay Godwani	8
Previous year ₹ 29,968,000	Mr.Ramesh Godwani	8	Mr.Ramesh Godwani	8
	Mr. Gagandeep Singh Juneja	8	Mr. Gagandeep Singh Juneja	8
	Mrs.Armeet Kaur	6	Mrs.Armeet Kaur	6
	Mrs.Simmi Kaur	5	Mrs.Simmi Kaur	5
	Mrs. Kamna Bajaj	5	Mrs. Kamna Bajaj	5
Total		100		100
4 M/S Krishna Developers	Shri Krishna Devcon Ltd	35	Shri Krishna Devcon Ltd	35
Total Capital as on 31.03.2016 ₹10,027,152.02	Mr.Sandeep Jain	2.5	Mr.Sandeep Jain	2.5
Previous year ₹11,679,071.42	Mr. Vikas Choudhary	62.5	Mr. Vikas Choudhary	62.5
Total		100		100
5 M/S A & A Shelters	Shri Krishna Devcon Ltd	95	Shri Krishna Devcon Ltd	95
₹ 64314252.12	Nilesh Bhandari	5	Nilesh Bhandari	5
Previous year ₹21977038.86				
Total		100		100
6 M/S Rose Builtech	Shri Mukesh Kumar	10	Shri Mukesh Kumar	10
Total Capital as on 31.03.2016 ₹125,519,749.25	Shri Harish Sachdev	10	Shri Harish Sachdev	10
Previous year ₹125,519,749.25	Shri Krishna Devcon Ltd	80	Shri Krishna Devcon Ltd	80
Total		100		100

Note 11.2 Valuation of investment in quoted equity shares

The management of the Company is of the opinion that the decline in the market value of its investments is temporary in nature and hence, has valued the investment on "cost" basis. No provision has been made for the difference between cost and market value of the Investments.

Notes forming part of the financial statements for the year ended 31 March, 2016

Note 12 Long-term loans and advances

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Security deposits Unsecured, considered good	25,95,134	22,45,500
Total of long-term loans and advances	25,95,134	22,45,500

Note 13 Other non-current assets

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Term deposit held as margin money (Refer Note 16)	27,22,853	28,61,656
Total of other non-current assets	27,22,853	28,61,656

Note 14 Inventories

(As certified by management)

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
(a) Trading stock (Flats)	8,24,462	8,24,462
(b) Work-in-progress (Projects Under Development)	82,45,96,483	82,71,18,533
(c) Finished goods (other than those acquired for trading) (Completed Units of the Projects)	3,23,53,226	3,78,98,354
Total of inventories	85,77,74,171	86,58,41,349

Notes forming part of the financial statements for the year ended 31 March, 2016

Note 15 Trade receivables

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Unsecured, considered good		
Trade receivables outstanding for a period exceeding six months from the date they were due for payment	87,69,979	56,34,354
Other	7,95,36,130	29,04,749
Total of trade receivables	8,83,06,109	85,39,103

Note 16 Cash and bank balances

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
(a) Cash and Cash Equivalents		
Cash on hand	39,96,526	1,53,68,966
Balances with banks in current accounts	7,64,63,308	2,83,21,705
(b) Other bank balances		
Term deposit held as margin money	27,22,853	28,61,656
Total	8,31,82,687	4,65,52,327
Less: Amount disclosed under non-current assets (Refer Note 13)	27,22,853	28,61,656
Total of cash and bank balances	8,04,59,834	4,36,90,671

Note 17 Short-term loans and advances

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Unsecured, considered good		
(a) Security deposits	23,75,000	23,75,000
(b) Advance for land	2,21,89,807	1,24,85,785
(c) Advances to suppliers	21,38,496	3,73,148
(d) Other loans and advances	2,39,61,610	80,57,067
(e) Prepaid Expenses	26,826	53,707
Total of short-term loans and advances	5,06,91,739	2,33,44,707

Notes forming part of the financial statements for the year ended 31 March, 2016

Note 18 Revenue from Operations

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
(a) Income from sale of land & property developments	13,37,90,144	7,98,21,281
(b) Contract Revenue	8,54,94,135	-
Total of revenue from operations	21,92,84,279	7,98,21,281

Note 19 Other Income

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
(a) Interest income	88,20,790	95,39,360
(b) Share of Profit from Partnership firms	90,683	95,623
(c) Other	32,554	3,85,115
Total of other income	89,44,027	1,00,20,098

Note 19.1 Details of interest income

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Interest income comprises:		
Interest from banks on deposits	2,16,801	3,56,500
Interest income from investments in partnership firms	86,03,989	91,82,860
Total of interest income	88,20,790	95,39,360

Note 20.a Land, Construction & Services Cost

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
(a) Cost of land, materials & services during the year	4,46,44,882	7,64,20,690
(b) Sub - Contract Expenses	8,37,11,090	-
Total of land, materials & services cost	12,83,55,972	7,64,20,690

Notes forming part of the financial statements for the year ended 31 March, 2016

Note 20.b Changes in inventories of finished goods, work-in-progress and trading stock

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Inventories at the end of the year:		
Complete units/Finished goods	3,23,53,226	3,78,98,354
Work-in-progress	82,45,96,483	82,71,18,533
Trading stock	8,24,462	8,24,462
	85,77,74,171	86,58,41,349
Inventories at the beginning of the year:		
Complete units/Finished goods	3,78,98,354	4,17,14,878
Work-in-progress	82,71,18,533	78,92,96,525
Trading stock	8,24,462	8,24,462
	86,58,41,349	83,18,35,865
Net (increase) / decrease	80,67,178	(3,40,05,484)

Note 21 Employee benefits expenses

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Salaries and wages	53,37,241	53,03,958
Total of employee benefits expenses	53,37,241	53,03,958

Note 22 Finance Costs

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
(a) Interest expense on:		
(i) Borrowings	2,39,33,492	2,23,06,344
(ii) Others	5,22,431	5,47,756
(b) Other borrowing costs - bank charges	2,01,025	2,39,916
Total	2,46,56,948	2,30,94,016
Less:		
Borrowing cost Inventorised during the year	38,22,622	2,22,36,570
Total of finance cost	2,08,34,326	8,57,446

Notes forming part of the financial statements for the year ended 31 March, 2016

Note 23 Other expenses

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Office rent	37,75,504	28,07,198
Electricity expenses	1,25,779	1,37,208
Insurance	1,51,049	2,66,978
Rates and taxes	11,774	32,500
Telephone expenses	1,18,155	1,62,347
Postage and courier expenses	5,909	10,355
Travelling and conveyance	6,64,206	6,53,586
Office expenses	1,84,694	1,40,055
Printing and stationery	1,31,268	2,99,453
Brokerage & commission	50,47,445	63,56,739
Advertisement & publicity	3,86,016	1,80,417
Payments to auditors (Refer Note 23.1 below)	3,41,680	3,37,080
AGM expenses	27,944	20,000
Fees & subscription	4,48,704	2,86,518
Legal and professional	2,75,996	2,49,899
Computer repairs & maintenance	14,950	16,250
Registry expenses	1,15,90,146	82,35,207
Sales promotion expenses	7,66,460	42,91,340
Bad debt	24,26,028	-
VAT & entry tax	3,51,659	-
Vehicle running and maintenance	-	3,10,925
Miscellaneous expenses	89,693	3,48,543
Total of other expenses	2,69,35,059	2,51,42,598

Note 23.1 Details of payment to auditor

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Payments to the auditors comprises		
For statutory audit	1,71,500	1,68,540
For tax audit	56,180	56,180
For other services	1,14,000	1,12,360
Total of payment to auditor	3,41,680	3,37,080

Notes forming part of the financial statements for the year ended 31 March, 2016

Note 24 Basic & Diluted Earnings per Share

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Net profit after tax for the year ₹	2,39,61,260	91,98,372
Equity shares outstanding as at the year end	2,80,00,000	2,80,00,000
Weighted average number of shares	2,80,00,000	2,80,00,000
Nominal value per share ₹	10	10
Earnings per share ₹ (Basic & Diluted)	0.86	0.33

Note 25 Deferred Tax Liability / (Asset)

Particulars	Charged/(Credit) in P&L account for current year	As at 31 March, 2016	As at 31 March, 2015
	₹	₹	₹
A. Deferred tax (Assets)	Nil	Nil	Nil
B. Deferred tax Liabilities: On difference between book balance and tax balance of fixed assets	(2,43,879)	1,35,045	3,78,924
Net (DTA)/DTL (B-A)	(2,43,879)	1,35,045	3,78,924

Note 26 Contingent Liabilities (to the extent not provided for)

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Guarantees issued by Bank	61,60,000	61,60,000

Note 27 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Based on the information available with the Company, there are no suppliers who are registered as micro, small or medium enterprises under "The Micro, Small and Medium Enterprises Development Act, 2006" as at March 31, 2016.

Note 28 Additional Statutory information to the financial statements

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Value of imports on CIF basis	Nil	Nil
Expenditure in foreign currency	Nil	Nil
Earnings in foreign exchange	Nil	Nil

Notes forming part of the financial statements for the year ended 31 March, 2016

Note 29 Disclosures under Accounting Standards 18, Related Party Disclosures

Details of related parties:

Description of relationship	Names of related parties
Subsidiaries	M/s A & A Shelters M/s Rose Builtech M/s Shri Krishna Buildcon
Associates	M/S Maa Shipra Enterprises M/S Avani Buildcon M/S Krishna Developers
Key Management Personnel (KMP)	Mr. Sunil Kumar Jain, managing director of the Company Mr. Mukesh Kumar Jain, director of the Company Mr. Naveen Kumar Jain, director of the Company Ms. Prakshali Jain, director of the Company Mr. Vikas Jain, CFO Mr. Prateek Ghatiya, CS from July 30, 2015 to May 3, 2016 Mr. Mayank Lashkari, CS upto July 30, 2015
Relatives of KMP	Mrs. Manorama jain Mr. Keshrimal jain Mrs. Anjana Jain Mrs. Sangeeta Jain Mrs. Surabhi Jain
Entities in which KMP / Relatives of KMP can significant influence	Shree Vrajraj Developers Pvt. Ltd. Shreedhar Developers Pvt.Ltd. SKDL Developers Pvt.Ltd. CSM Developers Pvt. Ltd. NPS Investment Pvt. Ltd. Manokesh Mines & Minerals Pvt. Ltd. Navkar Finvest Ltd. Bollywood Automobile

Note: Related parties have been identified by the Management.

Details of related party transactions for the year ended March 31, 2016 and balances outstanding asat March 31, 2016:

Description of Transactions	Name of the Related Parties	Amount (₹)
Share in profit of partnership firm	M/s A & A Shelters	38,855 (95,623)
	M/S Krishna Developers	51,828 -
Amount withdrawal from partnership firm	M/S Krishna Developers	13,00,000 (3,34,142)
	M/S Avani Buildcon	2,12,57,011 -
Amount introduce to partnership firm	M/s A & A Shelters	4,22,05,124 (28,95,623)
	M/S Avani Buildcon	- (2,16,00,360)
	M/s Rose Builtech	- (12,05,00,000)
Interest Income	M/S Avani Buildcon	86,03,989 91,82,860

Notes forming part of the financial statements for the year ended 31 March, 2016

Note 29 Disclosures under Accounting Standards 18 (count.)

Description of Transactions	Name of the Related Parties	Amount (₹)
<u>Directors Remuneration</u>	Sunil Kumar Jain	36,00,000 (36,00,000)
<u>Salary</u>	Mayank Lashkari	60,000 (45,000)
	Prateek Ghatiya	1,20,000
	Vikas Jain	3,84,000 (3,84,000)
<u>Short term Borrowing</u>	Sunil Kumar Jain	1,40,90,955 (79,00,000)
	Mukesh Kumar Jain	- (25,00,000)
	Navkar Finvest Ltd.	51,25,000
<u>Short term borrowing outstanding at the year end</u>	Sunil Kumar Jain	2,14,31,729
	Mukesh Kumar jain	(79,19,698) 82,34,840 (95,34,840)
	Navin Kumar Jain	1,91,37,254 (1,91,37,254)
	CSM Developers Pvt Ltd	3,64,41,126 (3,46,84,846)
	Shreedhar Developers Pvt. Ltd.	2,22,28,908 (2,06,13,969)
	SKDL Developers Pvt Ltd	92,64,061 (85,50,175)
	Manokesh Mines & Minerals Pvt. Ltd.	1,63,068 (1,50,504)
	Navkar Finvest Ltd.	21,12,925 (24,88,113)
<u>Interest Paid</u>	SKDL Developers Pvt Ltd	7,93,207 (7,32,083)
	CSM Developers Pvt Ltd	31,70,349 (32,15,864)
	Shreedhar Developers Pvt. Ltd.	19,05,487 (19,72,617)
	Manokesh Mines & Minerals Pvt. Ltd.	13,962 (77,228)
	Navkar Finvest Ltd.	2,22,014 (2,12,995)
Note: Figures in bracket relates to the previous year		

Notes forming part of the financial statements for the year ended 31 March, 2016
Note 30

The Company has not made any provisions towards gratuity and other retirement benefits as in view of the management, no provision are required to be made.

Note 31

In the opinion of Board, Current Assets, Loans & Advances are approximately of value which are stated in the Balance Sheet if realised in the ordinary course of business.

Note 32

The figures of trade receivable, Trade Payables and Loans & Advances are subject to confirmation and reconciliation, wherever required.

Note 33 Previous year's figures

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure

Signature to the notes to financial statements.

As per our report of even date attached.

For Khandelwal & Khandelwal Associates
Chartered Accountants
(Firm Registration No. 008389C)

CA. Durgesh Khandelwal
Partner
M.NO. 077390

Place : Indore
Date: 28-05-2016

For and on behalf of the Board of Directors

Sunil Kumar Jain
(Managing Director)
DIN. 00101324

Mukesh Kumar Jain
(Director)
DIN.00392364

Vikas Jain
(Chief Financial Officer)

Qamar Ali
(Company Secretary)

Independent Auditor's Report

To,
The Members,
Shri Krishna Devcon Limited,
Mumbai

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of **Shri Krishna Devcon Limited** (hereinafter referred to as "the Holding Company"), and its subsidiaries partnership firm (the Holding Company and its subsidiaries together referred to as "the Group"), and its associates partnership firm comprising of the consolidated Balance Sheet as at 31 March, 2016, the consolidated Statement of Profit and Loss and consolidated Cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Associates in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors/partners of the company/firms included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act; for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under sub-section 10 of Section 143 of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Holding Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Directors, as well as

evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and financial statement provided by management referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and associates as at March 31, 2016, and its consolidated profit and its consolidated cash flows for the year ended on that date.

Other Matters

We did not audit the financial statements of 3 subsidiary partnership firm, whose financial statements reflect total assets of Rs. 3578.57 lakhs as at 31 March 2016, total revenues of Rs. 3.17 Lakhs and net cash flows amounting to 14.70 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit of Rs. 0.52 lakhs for the year ended 31 March 2016, as considered in the consolidated financial statements, in respect of 3 associates, whose financial statements have not been audited by us. These financial statements are unaudited and have been furnished to us by Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates and our report in terms of sub-sections (3) and (11) of section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, and associates is based solely on such unaudited financial statements furnished to us by management. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

Our opinion on the consolidated financial statements and our report on other legal and regulatory requirements below, is not modified in respect of the above matters with respect to our reliance the financial statements provided by management.

Report on Other Legal and Regulatory Requirements

1.As required by sub-section 3 of Section 143 of the Act, we report that:

a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;

b) in our opinion proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books;

c) The consolidated Balance Sheet, consolidated Statement of Profit and Loss, and consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;

d) in our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2016

taken on record by the board of directors of the Holding Company none of the directors of the Holding Company is disqualified as on 31 March 2016, from being appointed as a director in terms of section 164 (2) of the Act.

f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting of the Holding Company and its subsidiary, refer to our separate report in "Annexure A" to this report;

g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Group does not have any pending litigations which would impact its financial position;
- ii. The Group did not have any long term contract including derivative contract for which there were any material foreseeable losses; and
- iii. The Group did not have amount, required to be transferred to the Investor Education and Protection Fund.

**For Khandelwal & Khandelwal Associates
Chartered Accountants
Firm Registration No. 008389C**

**Place: Indore
Date : 28.05.2016**

**CA. Durgesh Khandelwal
Partner
M. No. 077390**

**ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE
CONSOLIDATED FINANCIAL STATEMENTS OF SHRI KRISHNA DEVCON LIMITED****Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")****To the Members of Shri Krishna Devcon Limited**

In conjunction with our audit of the consolidated financial statements of Shri Krishna Devcon Limited as of and for the year ended March 31, 2016, we have audited the internal financial controls over financial reporting of Shri Krishna Devcon Limited (the "Holding Company") and its subsidiaries partnership firms (together referred to as "the Group"), which are Company/Firms incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors/Partners of the Holding Company and its subsidiary firms, which are Company/Firms incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's/firm's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, both, issued by Institute of Chartered Accountants of India, and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the information and explanations obtained from the partners of the firms referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's/firm's internal financial control over financial reporting is a process designed to provide reasonable

assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's/firm's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company/firm; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company/firm are being made only in accordance with authorisations of management and directors/partners of the company/firms; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's/firm's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company and its subsidiary partnership firm, which are Company/Firms incorporated in India, have, maintained in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Holding Company, insofar as it relates to these 3 subsidiary partnership firm, which are Firms incorporated in India, is based on the corresponding information and explanation given by the management of such subsidiary partnership firms incorporated in India.

For Khandelwal & Khandelwal Associates
Chartered Accountants
Firm Registration No. 008389C

Place: Indore
Date : 28.05.2016

CA. Durgesh Khandelwal
Partner
M. No. 077390

Consolidated Balance Sheet as at March 31, 2016 CIN:L67190MH1993PLC075295				
Particulars		Note No.	As at 31 March, 2016	As at 31 March, 2015
			₹	₹
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	3	28,00,00,000	28,00,00,000
	(b) Reserves and surplus	4	30,91,32,678	28,51,71,418
	Total of Shareholders' funds		58,91,32,678	56,51,71,418
2	Minority Interest		1,81,44,827	1,80,42,782
3	Non-current liabilities			
	(a) Long-term borrowings	5	2,77,49,066	2,29,58,506
	(b) Deferred tax liabilities (net)	25	1,29,254	3,78,924
	Total of Non-current liabilities		2,78,78,320	2,33,37,430
4	Current liabilities			
	(a) Short-term borrowings	6	41,77,74,240	43,22,86,478
	(b) Trade payables	7	8,46,72,645	5,15,22,314
	(c) Other current liabilities	8	37,78,42,034	27,11,52,410
	(d) Short-term provisions	9	1,09,71,620	50,03,608
	Total of Current liabilities		89,12,60,539	75,99,64,811
	TOTAL OF EQUITY AND LIABILITIES		1,52,64,16,365	1,36,65,16,441
B	ASSETS			
1	Non-current assets			
	(a) Fixed assets			
	Tangible assets	10	70,07,923	89,34,246
	(b) Non-current investments	11	7,90,44,156	10,15,50,548
	(c) Long-term loans and advances	12	32,12,260	28,11,755
	(d) Other non-current assets	13	27,50,476	87,32,046
	Total of Non-current assets		9,20,14,815	12,20,28,595
2	Current assets			
	(a) Inventories	14	1,19,39,73,122	1,14,72,93,411
	(b) Trade receivables	15	8,83,06,109	85,39,103
	(c) Cash and bank balances	16	9,11,48,249	5,29,09,082
	(d) Short-term loans and advances	17	6,09,74,070	3,57,46,250
	Total of Current assets		1,43,44,01,550	1,24,44,87,846
	TOTAL OF ASSETS		1,52,64,16,365	1,36,65,16,441
The accompanying notes form an integral part of the financial statements				
As per our report of even date attached.				
For Khandelwal & Khandelwal Associates		For and on behalf of the Board of Directors		
Chartered Accountants (Firm Registration No. 008389C)				
CA. Durgesh Khandelwal Partner M.NO. 077390		Sunil Kumar Jain (Managing Director) DIN. 00101324	Mukesh Kumar Jain (Director) DIN.00392364	
Place : Indore Date: 28-05-2016		Vikas Jain (Chief Financial Officer)	Qamar Ali (Company Secretary)	

Consolidated Statement of Profit and Loss for the year ended March 31, 2016				
CIN:L67190MH1993PLC075295				
Particulars		Note No.	For the year ended 31 March, 2016	For the year ended 31 March, 2015
			₹	₹
1	Revenue from operations	18	21,92,84,279	7,98,21,281
2	Other income	19	92,21,732	1,02,24,909
3	Total revenue (1+2)		22,85,06,011	9,00,46,190
4	Expenses			
	(a) Land, Construction & Services Cost	20.a	18,31,02,861	32,01,83,983
	(b) Changes in inventories of finished goods, work-in-progress and trading stock	20.b	(4,66,79,711)	(27,77,68,777)
	(c) Employee benefits expenses	21	54,16,981	54,17,992
	(d) Finance costs	22	2,09,21,973	8,84,142
	(e) Depreciation	10	19,69,573	21,28,420
	(f) Other expenses	23	2,70,43,332	2,52,01,646
	Total expenses		19,17,75,008	7,60,47,406
5	Profit before tax (3-4)		3,67,31,002	1,39,98,784
6	Tax expense:			
	(a) Current tax		1,30,17,367	50,39,259
	(b) Deferred tax		(2,49,670)	(2,43,879)
	Net current tax expense		1,27,67,697	47,95,380
7	Profit for the year (5-6)		2,39,63,305	92,03,404
	Profit attributable to:			
	Owners of the Company		2,39,61,260	91,98,372
	Minority Interests		2,045	5,033
			2,39,63,305	92,03,404
8	Earnings per share (of ₹ 10/- each):			
	(a) Basic	24	0.86	0.33
	(b) Diluted	24	0.86	0.33

The accompanying notes form an integral part of the financial statements

As per our report of even date attached.

<p>For Khandelwal & Khandelwal Associates Chartered Accountants (Firm Registration No. 008389C)</p> <p>CA. Durgesh Khandelwal Partner M.NO. 077390</p> <p>Place : Indore Date: 28-05-2016</p>	<p>For and on behalf of the Board of Directors</p> <table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <p>Sunil Kumar Jain (Managing Director) DIN. 00101324</p> <p>Vikas Jain (Chief Financial Officer)</p> </td> <td style="width: 33%; vertical-align: top;"> <p>Mukesh Kumar Jain (Director) DIN.00392364</p> <p>Qamar Ali (Company Secretary)</p> </td> </tr> </table>	<p>Sunil Kumar Jain (Managing Director) DIN. 00101324</p> <p>Vikas Jain (Chief Financial Officer)</p>	<p>Mukesh Kumar Jain (Director) DIN.00392364</p> <p>Qamar Ali (Company Secretary)</p>
<p>Sunil Kumar Jain (Managing Director) DIN. 00101324</p> <p>Vikas Jain (Chief Financial Officer)</p>	<p>Mukesh Kumar Jain (Director) DIN.00392364</p> <p>Qamar Ali (Company Secretary)</p>		

Consolidated Cash Flow Statement for the year ended March 31, 2016				
CIN:L67190MH1993PLC075295				
Particulars	For the year ended 31 March, 2016		For the year ended 31 March, 2015	
	₹	₹	₹	₹
A. Cash flow from operating activities				
Net Profit before tax	3,67,31,002		1,39,98,784	
<i>Adjustments for:</i>				
Depreciation	19,69,573		21,28,420	
Interest costs	2,09,21,973		8,84,142	
Interest income	(91,37,350)		(98,39,794)	
Loss on sale on investments	347		-	
Profit from partnership firms	(51,828)		-	
Operating profit before working capital changes		5,04,33,717		71,71,553
<i>Changes in working capital:</i>				
<i>Adjustments for operating assets:</i>				
(Increase)/Decrease in inventories	(4,66,79,711)		(27,77,68,777)	
(Increase)/Decrease in trade receivables	(7,97,67,006)		14,11,17,779	
(Increase)/Decrease in short-term loans and advances	(2,72,73,568)		3,74,48,667	
(Increase)/Decrease in long-term loans and advances	(4,00,505)		28,05,746	
<i>Adjustments for operating liabilities:</i>				
Increase/(Decrease) in trade payables	3,31,50,331		(13,08,20,029)	
Increase/(Decrease) in other current liabilities	10,26,31,157		7,38,99,007	
Cash generated from operations		3,20,94,415		(14,61,46,054)
Income tax		(50,03,608)		(3,46,797)
Net cash flow from / (used in) operating activities (A)		2,70,90,807		(14,64,92,851)
B. Cash flow from investing activities				
Capital expenditure on fixed assets	(43,250)		(42,850)	
Investments in partnership firms	2,25,05,182		(2,12,66,218)	
Proceeds from sale of long term investment	863		-	
Bank deposits not considered as Cash and cash equivalents	59,81,570		(63,99,511)	
Interest received	91,37,350		98,39,794	
Profit from partnership firms	51,828		-	
Net cash flow from / (used in) investing activities (B)		3,76,33,543		(1,78,68,785)
C. Cash flow from financing activities				
Proceeds of long-term borrowings	88,49,027		2,26,47,055	
Proceeds from short-term borrowings	(1,45,12,238)		13,78,08,595	
Contribution by minority partners	1,00,000		23,000	
Interest cost	(2,09,21,973)		(8,84,142)	
Net cash flow from / (used in) financing activities (C)		(2,64,85,184)		15,95,94,508
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		3,82,39,166		(47,67,128)
Cash and cash equivalents at the beginning of the year		5,29,09,082		5,76,76,211
Cash and cash equivalents at the end of the year		9,11,48,249		5,29,09,082
Cash and cash equivalents Comprises of:				
(a) Cash on hand	75,02,658		1,84,79,161	
(b) Balances with banks in current accounts	8,36,45,591		3,44,29,921	
Total		9,11,48,249		5,29,09,082

The accompanying notes form an integral part of the financial statements

As per our report of even date attached.

For Khandelwal & Khandelwal Associates

Chartered Accountants

(Firm Registration No. 008389C)

CA. Durgesh Khandelwal

Partner

M.NO. 077390

Place : Indore

Date: 28-05-2016

For and on behalf of the Board of Directors

Sunil Kumar Jain
(Managing Director)
DIN. 00101324

Vikas Jain
(Chief Financial Officer)

Mukesh Kumar Jain
(Director)
DIN.00392364

Qamar Ali
(Company Secretary)

1 Corporate information

Shri Krishna Devcon Limited ('the Company or 'SKDL') and its subsidiaries (together the "Group") and its associates are real estate developers engaged in the business of construction, development of townships, housing projects, commercial premises and other related activities.

2.1 Principles of Consolidation

Basis of preparation of consolidated financial statements The accompanying consolidated financial statements include the accounts of SKDL and its subsidiaries and the group's share of profit/loss in the associates. All the subsidiaries and associates are partnership firm and have business in India. The details of subsidiaries and associates are as follows:

S.No.	Name of Company/ Entity	Percentage of Holding	
		31st March 2016	31st March 2015
I.	Name of Subsidiary		
	(a) M/S A & A Shelters	95	95
	(b) Rose Buidtech	80	80
	(c) Shri Krishna Buildcon	60	60
II.	Name of Associates		
	(a) M/S Avani Buildcon	50	50
	(b) M/S Krishna Developers	35	35
	(c) M/S Maa Shipra Enterprises	25	25

The consolidated financial statements have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The consolidated financial statements have been prepared to comply in all material respects with the accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014. The consolidated financial statements have been prepared on an accrual basis and under the historical cost convention.

The financial statements of the subsidiary are drawn up to the same reporting date as that of the Company i.e. March 31, 2016. The consolidated financial statements of the Group have been prepared based on line-by-line consolidation of the balance sheet, statement of profit and loss and cash flows of the Company and its subsidiaries. Inter-company balances and intra-company transactions and resulting unrealised profits have been eliminated on consolidation.

In case of associates, where the Company directly or indirectly through subsidiaries holds more than 20% of equity, the share of profit / loss in such entities is accounted for using equity method as per AS 23 "Accounting for Investments in Associates in Consolidated Financial Statements". Accordingly, the share of profit/ loss of each of the associates has been added to / deducted from the cost of investments.

Minority Interest in the net assets of the consolidated subsidiaries consist of the amount of capital attributable to the minority partners at the date on which investments in the subsidiary firms were made and further movements in their share in the capital, subsequent to the dates of investments. Net profit / loss for the year of the subsidiaries attributable to minority interest is identified and adjusted against the profit after tax of the Group in order to arrive at the income attributable to shareholders of the Company.

2.2 Significant Accounting policies

2.2.1 Use of estimates

The preparation of the consolidated financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management

Note 2 Significant accounting policies (contd.)

believes that the estimates used in preparation of the consolidated financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise. Significant estimates used by the management in the preparation of these consolidated financial statements include computation of percentage completion for projects in progress, project cost, revenue and saleable area estimates, classification of assets and liabilities into current and non-current, estimates of the economic useful lives of fixed assets, provisions for bad and doubtful debts. Any revision to accounting estimates is recognised prospectively.

2.2. 2 Tangible fixed assets

Tangible fixed assets are stated at cost, less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Borrowing costs directly attributable to acquisition of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

2.2. 3 Depreciation and amortisation

Depreciation on fixed assets is provided on the straight-line method based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

2.2. 4 Impairment of tangible assets

The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, except in case of revalued assets.

2.2.5 Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. On initial recognition, all investments are measured at cost. Current investments are carried at lower of cost and fair market value. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of the investments.

2.2.6 Inventories**(i) Trading Stock:**

Trading Stock represents Plots of land and Flats for resale. Trading stock are valued at lower of cost and net realisable value. Cost includes cost of acquisition and other related cost on acquisition.

(ii) Work in progress:

Work in Progress (including land inventory) represents cost incurred in respect of unsold area of the real estate development projects or cost incurred on projects where the revenue is yet to be recognised. Work in Progress are valued at lower of cost and net realisable value. Cost includes cost of land/development rights, materials, construction, services, borrowing costs and other overheads relating to projects.

(iii) Finished Goods:

Finished Goods represents unsold units of completed projects. Finished Goods are valued at lower of cost and net realisable value. Cost is determined by including cost of land/development rights, materials, services and other related overheads.

2.2.7 Revenue recognition**i) Revenue from real estate projects**

Revenue from real estate projects is recognised when it is reasonably certain that the ultimate collection will be made and no significant uncertainty exist regarding the amount of consideration. The Group follows the percentage of completion method for its projects. The revenue recognition policy is as under:

Note 2 Significant accounting policies (contd.)

(a) Project for which revenue recognition has commenced prior to April 1, 2012

Revenue from these real estate projects is recognised on the 'percentage of completion' method of accounting. Revenue is recognised, in relation to sold areas only, when the stage of completion of each project reach a significant level which is estimated to be at least 30% of the total estimated construction cost of the project. Revenue is recognised in the proportion that the construction cost incurred for work performed upto the reporting date bears to the estimated total construction cost. Land costs are not included for the purpose of computing the percentage of completion.

(b) Project for which revenue is recognised for the first time on or after April 1, 2012

With effect from April 1, 2012 in accordance with the Revised Guidance Note issued by Institute of Chartered Accountants of India ("ICAI") on "Accounting for Real Estate Transactions (Revised 2012)", the Company revised its Accounting Policy of revenue recognition for all projects commencing on or after April 1, 2012 or project where the revenue is recognized for the first time on or after the above date. As per this Guidance Note, the revenue has been recognized on percentage of completion method provided that all of the following conditions are met at the reporting date.

- at least 25% of estimated construction and development costs (excluding land cost) has been incurred;
- at least 25% of the saleable project area is secured by contract or agreements with buyers; and
- at least 10% of the total revenue as per agreement to sell are realized in respect of these agreements.

The estimates relating to percentage of completion, costs to completion, area available for sale etc. being of a technical nature are reviewed and revised periodically by the Management and are considered as change in estimates and accordingly, the effect of such changes in estimates is recognised prospectively in the period in which such changes are determined.

(ii) Revenue from construction contracts are recognised as per AS-7 "Construction Contracts".

(iii) Share in profits of partnership firm investments

The Group's share in profits from a firm where the Company is a partner, is recognised on the basis of such firm's financial statements.

(iv) Dividend income

Dividend is recognised when the shareholders right to receive payment is established at the Balance sheet date.

(v) Interest Income

Income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

(vi) Other income

Other Income is accounted on accrual basis except where the receipt of income is uncertain.

2.8 Employee benefits

Employee benefits include short term benefits like salaries and wages which are recognized as an expense in the statement of Profit and Loss of the year in which the related service is rendered.

2.2.9 Borrowing costs

Borrowing cost relating to the acquisition/construction of a qualifying asset (including real estate projects) are considered as part of the cost of the asset/project. All other borrowing costs are treated as period cost and charged to the statement of profit and loss in the year in which it is incurred.

Note 2 Significant accounting policies (contd.)**2.2.10 Segment reporting**

The Group has only one reportable segment i.e. Real Estate Development Business on the basis of nature of risks and returns and the internal organisation and management structure of the Group.

2.2.11 Earnings per share

"Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares."

2.2.12 Taxes on income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets are recognised for timing differences of items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised.

2.2.13 Provisions and contingencies

A provision is recognised when the group has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events but their existence is confirmed by the occurrence or non-occurrence of one or more uncertain future events not fully within the control of the company.

Notes forming part of the consolidated financial statements for the year ended March 31, 2016

Note 3 Share capital

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares	₹	Number of shares	₹
(a) Authorised Equity shares of ₹10 each with voting rights	2,80,00,000	28,00,00,000	2,80,00,000	28,00,00,000
(b) Issued Equity shares of ₹10 each with voting rights	2,80,00,000	28,00,00,000	2,80,00,000	28,00,00,000
(c) Subscribed and fully paid up Equity shares of ₹10 each with voting rights	2,80,00,000	28,00,00,000	2,80,00,000	28,00,00,000
Total	2,80,00,000	28,00,00,000	2,80,00,000	28,00,00,000

Note 3.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year:

Particulars	Opening Balance	Conversion of share warrants in equity shares	Other changes	Closing Balance
Equity shares with voting rights Year ended 31 March, 2016				
- Number of shares	2,80,00,000	-	-	2,80,00,000
- Amount (₹)	28,00,00,000	-	-	28,00,00,000
Year ended 31 March, 2015				
- Number of shares	2,80,00,000	-	-	2,80,00,000
- Amount (₹)	28,00,00,000	-	-	28,00,00,000

Note 3.2 Terms/ rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. In event of liquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Note 3.3 Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mac Life Sciences Pvt. Ltd.	22,00,000	7.86	22,00,000	7.86
Sayoni Infracon Pvt. Ltd.	35,00,000	12.50	35,00,000	12.50
Craftwell Electronics Pvt. Ltd.	33,00,000	11.79	33,00,000	11.79
Vishwanath Hospital And Research Centre Pvt. Ltd.	22,00,000	7.86	22,00,000	7.86
Manorama Jain	19,20,600	6.86	19,20,600	6.86
Keshrimal Jain	19,20,870	6.86	19,20,870	6.86
Anjana Jain	19,20,600	6.86	19,20,600	6.86
Sunil Jain	19,20,600	6.86	19,20,600	6.86
Sangeeta Jain	19,20,600	6.86	19,20,600	6.86
Mukesh Jain	19,20,600	6.86	19,20,600	6.86
Surabhi Jain	19,20,600	6.86	19,20,600	6.86
Navin Jain	19,20,600	6.86	19,20,600	6.86

Notes forming part of the consolidated financial statements for the year ended March 31, 2016

Note 4 Reserves and Surplus

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
(a) Securities premium account		
Opening balance	23,83,29,657	23,83,29,657
Closing balance	23,83,29,657	23,83,29,657
(b) Surplus in Statement of Profit and Loss		
Opening balance	4,68,41,761	3,76,43,389
Add: Profit for the year	2,39,61,260	91,98,372
Closing balance	7,08,03,021	4,68,41,761
Total of reserve & surplus	30,91,32,678	28,51,71,418

Note 5 Long-term Borrowings

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Secured		
Overdraft from bank (Refer Note 5.1)	2,77,49,066	2,29,58,506
Total of long term borrowing	2,77,49,066	2,29,58,506

Note 5.1 Terms of repayment and security

Terms of repayment and security	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Dropline overdraft limit from State bank of India		
Long term borrowing	2,77,49,066	2,29,58,506
Current maturity of long term debt	55,44,000	13,86,000
Total loan amount	3,32,93,066	2,43,44,506

Security:

a. Primary Security: Hypothecation of Current Assets of the project comprising of building material, equipments, book debts and other current assets owned by the company for the project, both present and future.

b. Collateral Security: Equitable Mortgage of freehold admeasuring 12000 sq. ft. situated at Plot No 4, Pratap Nagar, Manik Bagh Road, Indore.

c. Personal Guarantee of some of directors of the company

Repayment

77 Monthly instalments of Rs. 462000 each and last instalment of Rs. 426000 commenced from December 2015 for the principal amount.

Notes forming part of the consolidated financial statements for the year ended March 31, 2016

Note 6 Short-term Borrowings

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
(a) Loans and advances from related parties Unsecured	11,90,13,911	10,70,79,399
(b) From corporate bodies Unsecured	28,90,78,329	22,08,87,441
(c) Other loan and advances Unsecured	96,82,000	10,43,19,638
Total of short-term borrowings	41,77,74,240	43,22,86,478

Note 7 Trade Payables

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Payable for land purchase	2,11,25,000	2,11,25,000
Payable for Supplies & Services (Refer Note 27)	6,35,47,645	3,03,97,314
Total of trade payables	8,46,72,645	5,15,22,314

Note 8 Other Current Liabilities

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Current maturities of long-term debt (refer note 5.1)	55,44,000	14,85,533
Advances from customers	33,20,11,226	24,96,48,883
Statutory dues	21,36,910	23,93,600
Security Deposits	11,30,000	-
Others	1,76,24,395	1,76,24,395
Bank Overdraft	1,93,95,503	-
Total of other current liabilities	37,78,42,034	27,11,52,410

Note 9 Short-term Provisions

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Provision for tax net of advance tax & TDS	1,09,71,620	50,03,608
Total of short-term provisions	1,09,71,620	50,03,608

Notes forming part of the consolidated financial statements for the year ended 31 March, 2016

Note 10 Fixed Assets

Tangible Assets	Gross block				Accumulated depreciation/amortisation				Net block	
	Balance as at 1 April, 2015	Additions	Disposals	Balance as at 31 March, 2016	Balance as at 1 April, 2015	Depreciation expense for the year	Eliminated on disposal of assets	Balance as at 31 March, 2016	Balance as at 31 March, 2016	Balance as at 31 March, 2015
	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
Owned:										
(a) Vehicles	1,39,28,701	-	-	1,39,28,701	54,57,264	18,57,110	-	73,14,374	66,14,327	84,71,437
(b) Computer and Peripherals	3,51,059	43,250	-	3,94,309	2,89,464	26,439	-	3,15,903	78,406	61,595
(c) Air Conditioner	61,897	-	-	61,897	28,226	10,367	-	38,593	23,304	33,671
(d) DVD Player	4,499	-	-	4,499	4,275	224	-	4,499	-	224
(e) LCD TV	29,000	-	-	29,000	27,550	-	-	27,550	1,451	1,451
(f) EPABX	7,995	-	-	7,995	3,779	1,419	-	5,198	2,797	4,216
(g) Mobile Instruments	1,67,000	-	-	1,67,000	1,03,850	34,559	-	1,38,409	28,591	63,150
(h) Money counting Machine	31,640	-	-	31,640	7,255	3,515	-	10,770	20,870	24,385
(i) D.G Set	3,39,200	-	-	3,39,200	65,082	35,940	-	1,01,022	2,38,178	2,74,118
(j) Furniture and Fixtures	17,930	-	-	17,930	17,930	-	-	17,930	-	-
Total	1,49,38,921	43,250	-	1,49,82,171	60,04,675	19,69,573	-	79,74,248	70,07,923	89,34,246
Previous year	1,48,96,071	42,850	-	1,49,38,921	38,76,256	21,28,420	-	60,04,675	89,34,246	1,10,19,816

Notes forming part of the consolidated financial statements for the year ended 31 March, 2016

Note 11 Non-current Investments

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
A. Trade Investments (At cost):		
Unquoted Investment in partnership firms (Associates) (Refer Note 11.1)	7,49,50,463	9,74,55,645
Total of trade investments	7,49,50,463	9,74,55,645
B. Other Investments (At cost)		
Quoted equity shares (Refer Note 11.2)		
(a) 17,886 (As at 31 March, 2015 : 17,891) shares of ₹10 each, fully paid up in Vishal Malleables Ltd.	13,54,483	13,54,862
(b) 12,84,610 (As at 31 March, 2015 : 1,285,000) shares of ₹1 each, fully paid up in Mobile Telecommunications Ltd.	27,39,209	27,40,041
Aggregate Market value as at 31st March, 2016 Rs. 36.73 Lacs (As at 31st March 2015 Rs. 41.80 lacs)		
Total of other investments	40,93,693	40,94,903
Total of non current investments (A+B)	7,90,44,156	10,15,50,548

Notes forming part of the consolidated financial statements for the year ended March 31, 2016

Note 11 Non Current Investment (contd.)

Note 11.1 Other details relating to investment in partnership firms (Associates)

Name of the firms	As at 31 March, 2016		As at 31 March, 2015	
	Names of partners in the firm	Share of each partner in the profits of the firm	Names of partners in the firm	Share of each partner in the profits of the firm
1 M/S Maa Shipra Enterprises Total Capital as on 31.03.2016 ₹ 3,600,000 Previous year ₹ 3,600,000	Shri Krishna Devcon Ltd	25	Shri Krishna Devcon Ltd	25
	Mr. Yogesh Mishra	25	Mr. Yogesh Mishra	25
	Mr. Abhishek Rathi	25	Mr. Abhishek Rathi	25
	Mr. Lokesh Awasthi	25	Mr. Lokesh Awasthi	25
Total		100		100
2 M/S Avani Buildcon Total Capital as on 31.03.2016 ₹ 182091704 Previous year ₹ 207,506,487	Shri Krishna Devcon Ltd	50	Shri Krishna Devcon Ltd	50
	Mr.Sunil Sangoi	50	Mr.Sunil Sangoi	50
Total		100		100
3 M/S Krishna Developers Total Capital as on 31.03.2016 ₹ 10,027,152.02 Previous year ₹ 11,679,071.42	Shri Krishna Devcon Ltd	35	Shri Krishna Devcon Ltd	35
	Mr.Sandeep Jain	2.5	Mr.Sandeep Jain	2.5
	Mr. Vikas Choudhary	62.5	Mr. Vikas Choudhary	62.5
Total		100		100

Note 11.2 Valuation of investment in quoted equity shares

The management of the Company is of the opinion that the decline in the market value of its investments is temporary in nature and hence, has valued the investment on "cost" basis. No provision has been made for the difference between cost and market value of the Investments.

Notes forming part of the consolidated financial statements for the year ended 31 March, 2016

Note 12 Long-term loans and advances

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Security deposits Unsecured, considered good	32,12,260	28,11,755
Total of long-term loans and advances	32,12,260	28,11,755

Note 13 Other non-current assets

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Term deposit held as margin money (Refer Note 16)	27,50,476	87,32,046
Total of other non-current assets	27,50,476	87,32,046

Note 14 Inventories

(As certified by management)

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
(a) Trading stock (Flats)	8,24,462	8,24,462
(b) Work-in-progress (Projects Under Development)	1,16,07,95,434	1,10,85,70,595
(c) Finished goods (other than those acquired for trading) (Completed Units of the Projects)	3,23,53,226	3,78,98,354
Total of inventories	1,19,39,73,122	1,14,72,93,411

Notes forming part of the consolidated financial statements for the year ended 31 March, 2016

Note 15 Trade receivables

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Unsecured, considered good		
Trade receivables outstanding for a period exceeding six months from the date they were due for payment	87,69,979	56,34,354
Other	7,95,36,130	29,04,749
Total of trade receivables	8,83,06,109	85,39,103

Note 16 Cash and bank balances

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
(a) Cash and Cash Equivalents		
Cash on hand	75,02,658	1,84,79,161
Balances with banks in current accounts	8,36,45,591	3,44,29,921
(b) Other bank balances		
Term deposit held as margin money	27,50,476	87,32,046
Total	9,38,98,726	6,16,41,128
Less: Amount disclosed under non-current assets (Refer Note 13)	27,50,476	87,32,046
Total of cash and bank balances	9,11,48,249	5,29,09,082

Note 17 Short-term loans and advances

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Unsecured, considered good		
(a) Security deposits	23,75,000	23,75,000
(b) Advance for land	2,21,89,807	1,24,85,785
(c) Advances to suppliers	22,57,276	16,21,424
(d) Other loans and advances	3,31,25,771	1,92,10,334
(e) Prepaid Expenses	10,26,216	53,707
	-	
Total of short-term loans and advances	6,09,74,070	3,57,46,250

Notes forming part of the consolidated financial statements for the year ended 31 March, 2016

Note 18 Revenue from Operations

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
(a) Income from sale of land & property developments	13,37,90,144	7,98,21,281
(b) Contract Revenue	8,54,94,135	-
Total of revenue from operations	21,92,84,279	7,98,21,281

Note 19 Other Income

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
(a) Interest income	91,37,350	98,39,794
(b) Share of Profit from Partnership firms	51,828	-
(c) Other	32,554	3,85,115
Total of other income	92,21,732	1,02,24,909

Note 19.1 Details of interest income

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Interest income comprises:		
Interest from banks on deposits	5,33,361	6,56,934
Interest income from investments in partnership firms	86,03,989	91,82,860
Total of interest income	91,37,350	98,39,794

Note 20.a Land, Construction & Services Cost

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
(a) Cost of land, materials & services during the year	9,93,91,770.97	32,01,83,983
(b) Sub - Contract Expenses	8,37,11,090.03	-
Total of land, materials & services cost	18,31,02,861.00	32,01,83,983

Notes forming part of the consolidated financial statements for the year ended 31 March, 2016

Note 20.b Changes in inventories of finished goods, work-in-progress and trading stock

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Inventories at the end of the year:		
Complete units/Finished goods	3,23,53,226	3,78,98,354
Work-in-progress	1,16,07,95,434	1,10,85,70,595
Trading stock	8,24,462	8,24,462
	1,19,39,73,122	1,14,72,93,411
Inventories at the beginning of the year:		
Complete units/Finished goods	3,78,98,354	4,17,14,878
Work-in-progress	1,10,85,70,595	79,95,85,063
Trading stock	8,24,462	2,82,24,693
	1,14,72,93,411	86,95,24,634
Net (increase) / decrease	(4,66,79,711)	(27,77,68,777)

Note 21 Employee benefits expenses

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Salaries and wages	54,16,981	54,17,992
Total of employee benefits expenses	54,16,981	54,17,992

Note 22 Finance Costs

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
(a) Interest expense on:		
(i) Borrowings	2,98,05,575	2,71,27,324
(ii) Others	5,89,110	5,69,104
(b) Other borrowing costs - bank charges	22,19,92.58	2,45,264
Total	3,06,16,678	2,79,41,692
Less:		
Borrowing cost Inventorised during the year	96,94,705	2,70,57,550
Total of finance cost	2,09,21,973	8,84,142

Notes forming part of the consolidated financial statements for the year ended 31 March, 2016

Note 23 Other expenses

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Office rent	37,75,504	28,07,198
Electricity expenses	1,87,999	1,71,708
Insurance	1,51,049	2,66,978
Rates and taxes	11,774	32,500
Telephone expenses	1,25,621	1,63,034
Postage and courier expenses	5,909	10,355
Travelling and conveyance	6,64,206	6,53,586
Office expenses	2,12,281	1,58,255
Printing and stationery	1,31,268	3,05,114
Brokerage & commission	50,47,445	63,56,739
Advertisement & publicity	3,86,016	1,80,417
Payments to auditors (Refer Note 23.1 below)	3,41,680	3,37,080
AGM expenses	27,944	20,000
Fees & subscription	4,48,704	2,86,518
Legal and professional	2,75,996	2,49,899
Computer repairs & maintenance	14,950	16,250
Registry expenses	1,15,90,146	82,35,207
Sales promotion expenses	7,66,460	42,91,340
Bad debt	24,26,028	-
VAT & entry tax	3,51,659	-
Vehicle running and maintenance	-	3,10,925
Miscellaneous expenses	1,00,693	3,48,543
Total of other expenses	2,70,43,332	2,52,01,646

Note 23.1 Details of payment to auditor

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Payments to the auditors comprises		
For statutory audit	1,71,500	1,68,540
For tax audit	56,180	56,180
For other services	1,14,000	1,12,360
Total of payment to auditor	3,41,680	3,37,080

Notes forming part of the consolidated financial statements for the year ended 31 March, 2016

Note 24 Basic & Diluted Earnings per Share

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Net profit after tax for the year ₹	2,39,61,260	91,98,372
Equity shares outstanding as at the year end	2,80,00,000	2,80,00,000
Weighted average number of shares	2,80,00,000	2,80,00,000
Nominal value per share ₹	10	10
Earnings per share ₹ (Basic & Diluted)	0.86	0.33

Note 25 Deferred Tax Liability / (Asset)

Particulars	Charged/(Credit) in P&L account for current year	As at 31 March, 2016	As at 31 March, 2015
	₹	₹	₹
A. Deferred tax (Assets)	Nil	Nil	Nil
B. Deferred tax Liabilities: On difference between book balance and tax balance of fixed assets	(2,43,879)	1,35,045	3,78,924
Net (DTA)/DTL (B-A)	(2,43,879)	1,35,045	3,78,924

Note 26 Contingent Liabilities (to the extent not provided for)

Particulars	As at 31 March, 2016	As at 31 March, 2015
	₹	₹
Guarantees issued by Bank	61,60,000	61,60,000

Note 27 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Based on the information available with the Group, there are no suppliers who are registered as micro, small or medium enterprises under "The Micro, Small and Medium Enterprises Development Act, 2006" as at March 31, 2016.

Note 28 Additional Statutory information to the financial statements

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Value of imports on CIF basis	Nil	Nil
Expenditure in foreign currency	Nil	Nil
Earnings in foreign exchange	Nil	Nil

Notes forming part of the consolidated financial statements for the year ended 31 March, 2016

Note 29 Disclosures under Accounting Standards 18, Related Party Disclosures

Details of related parties:

Description of relationship	Names of related parties
Associates	M/S Maa Shipra Enterprises M/S Avani Buildcon M/S Krishna Developers
Key Management Personnel (KMP)	Mr. Sunil Kumar Jain, managing director of the Company Mr. Mukesh Kumar Jain, director of the Company Mr. Naveen Kumar Jain, director of the Company Ms. Prakshali Jain, director of the Company Mr. Vikas Jain, CFO Mr. Prateek Ghatiya, CS from July 30, 2015 to May 3, 2016 Mr. Mayank Lashkari, CS upto July 30, 2015
Relatives of KMP	Mrs. Manorama jain Mr. Keshrimal jain Mrs. Anjana Jain Mrs. Sangeeta Jain Mrs. Surabhi Jain
Entities in which KMP / Relatives of KMP can significant influence	Shree Vrajraj Developers Pvt. Ltd. Shreedhar Developers Pvt.Ltd. SKDL Developers Pvt.Ltd. CSM Developers Pvt. Ltd. NPS Investment Pvt. Ltd. Manokesh Mines & Minerals Pvt. Ltd. Navkar Finvest Ltd. Bollywood Automobile

Note: Related parties have been identified by the Management.

Details of related party transactions for the year ended March 31, 2016 and balances outstanding as at March 31, 2016:

Description of Transactions	Name of the Related Parties	Amount (₹)
Share in profit of partnership firm	M/S Krishna Developers	51,828
Amount withdrawal from partnership firm	M/S Krishna Developers	-
	M/S Avani Buildcon	13,00,000
		(3,34,142)
Amount introduce to partnership firm	M/S Avani Buildcon	2,12,57,011
		-
Interest Income	M/S Avani Buildcon	-
		(2,16,00,360)
		86,03,989
		91,82,860

Notes forming part of the consolidated financial statements for the year ended 31 March, 2016

Note 29 Disclosures under Accounting Standards 18 (count.)

Description of Transactions	Name of the Related Parties	Amount (₹)
<u>Directors Remuneration</u>	Sunil Kumar Jain	36,00,000 (36,00,000)
<u>Salary</u>	Mayank Lashkari	60,000 (45,000)
	Prateek Ghatiya	1,20,000
	Vikas Jain	- 3,84,000 (3,84,000)
<u>Short term Borrowing</u>	Sunil Kumar Jain	1,40,90,955 (79,00,000)
	Mukesh Kumar Jain	- (25,00,000)
	Navin Kumar Jain	-
	Navkar Finvest Ltd.	51,25,000
<u>Short term borrowing outstanding at the year end</u>	Sunil Kumar Jain	2,14,31,729 (79,19,698)
	Mukesh Kumar jain	82,34,840 (95,34,840)
	Navin Kumar Jain	1,91,37,254 (1,91,37,254)
	CSM Developers Pvt Ltd	3,64,41,126 (3,46,84,846)
	Shreedhar Developers Pvt. Ltd.	2,22,28,908 (2,06,13,969)
	SKDL Developers Pvt Ltd	92,64,061 (85,50,175)
	Manokesh Mines & Minerals Pvt. Ltd.	1,63,068 (1,50,504)
	Navkar Finvest Ltd.	21,12,925 (24,88,113)
<u>Interest Paid</u>	SKDL Developers Pvt Ltd	7,93,207 (7,32,083)
	CSM Developers Pvt Ltd	31,70,349 (32,15,864)
	Shreedhar Developers Pvt. Ltd.	19,05,487 (19,72,617)
	Manokesh Mines & Minerals Pvt. Ltd.	13,962 (77,228)
	Navkar Finvest Ltd.	2,22,014 (2,12,995)
Note: Figures in bracket relates to the previous year		

Notes forming part of the consolidated financial statements for the year ended 31 March, 2016**Note 30**

The Group has not made any provisions towards gratuity and other retirement benefits as in view of the management, no provision are required to be made.

Note 31

In the opinion of Board, Current Assets, Loans & Advances are approximately of value which are stated in the Balance Sheet if realised in the ordinary course of business.

Note 32

The figures of trade receivable, Trade Payables and Loans & Advances are subject to confirmation and reconciliation, wherever required.

Note 33

Previous year's figures Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

Signature to the notes to financial statements.

As per our report of even date attached.

For Khandelwal & Khandelwal Associates

Chartered Accountants

(Firm Registration No. 008389C)

CA. Durgesh Khandelwal

Partner

M.NO. 077390

Place : Indore

Date: 28-05-2016

For and on behalf of the Board of Directors

Sunil Kumar Jain
(Managing Director)
DIN. 00101324

Mukesh Kumar Jain
(Director)
DIN.00392364

Vikas Jain
(Chief Financial Officer)

Qamar Ali
(Company Secretary)

SHRI KRISHNA DEVCON LIMITED

Reg. office: Sri Krishna" Unit No. 805 & 806, 8th Floor, New Link Road, Andheri (W), Mumbai (MH)-400053

Tel: 022 26822999 E-mail :info@shrikrishnadevconlimited.com

Website :www.shrikrishnadevconlimited.com

CIN : L67190MH1993PLC075295

ATTENDANCE SLIP 22nd Annual General Meeting

DP ID - Client ID/ Folio No. :	
Name and Address of Sole Member :	
Name of Joint Holder(S) :	
No. of shares held :	

I certify that I am a member / proxy for the member of the Company.

I hereby record my presence at the Twenty Second Annual General Meeting of the Company to be held at
Sevenska Design Hotel, SAB TV Road,
Off Link Road, Andheri (W), Mumbai 400 053
at 11.30 a.m. on 21st Day of September, 2016.

Member's / Proxy's Signature

SHRI KRISHNA DEVCON LIMITED

Reg. office: Sri Krishna" Unit No. 805 & 806, 8th Floor, New Link Road, Andheri (W), Mumbai (MH)-400053

Tel: 022 26822999 E-mail :info@shrikrishnadevconlimited.com

Website :www.shrikrishnadevconlimited.com

CIN : L67190MH1993PLC075295

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: L67190MH1993PLC075295

Name of the Company: **SHRI KRISHNA DEVCON LIMITED**

Registered Office: "SRI KRISHNA" 805/806, Opp Laxmi Industrial Estate,
New Link Road, Andheri (W), Mumbai (MH)- 400053

Name of the 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

1. Name

Address:

E-mail Id:

Signature: _____, or failing him/her.

2. Name

Address:

E-mail Id:

Signature: _____, or failing him/her.

3. Name

Address:

E-mail Id:

Signature: _____, or failing him/her.

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 22nd Annual General Meeting of the Company, to be held on Wednesday 21st day of September, 2016 at 11.30 A.M. at Svenska Design Hotels, SAB TV Road, Off Link Road, Andheri (W), Mumbai - 400053 and at any adjournment there of in respect of such resolutions as are indicated below:

Sr. No.	Resolution	I Assent to the resolution	I dissent from the resolution
ORDINARY BUSINESS			
1	To consider and adopt the Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2016, and the Reports of the Board of Directors and the Auditors thereon.		
2	Re-appointment of Mr. Mukesh Kumar Jain as a Director, who retires by rotation		
3	Ratification of appointment of M/s Khandelwal and Khandelwal, Chartered Accountants as the Statutory Auditors.		
SPECIAL BUSINESS			
4	Revision in Remuneration of Mr. Sunil Kumar Jain, Managing Director of the company.		

Signed this _____ day of _____ 2016.

Signature of shareholder(s)

Signature of Proxy holder(s)

Affix Rs.1
Revenue Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the resolutions, explanatory statement and notes please refer to the notice of the Annual General Meeting.
3. A Proxy need not be a member of the Company.
4. A person can act as a proxy on behalf of the members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights.
5. A member holding more than 10% of the total share capital carrying voting rights may appoint a single person as Proxy and such person shall not act as proxy for any other member.
6. In case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion to the vote of the other joint holders. Seniority shall be determined by the order in which the name stand in the register of members.

FORM MGT-12 POLLING PAPER

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the
Companies (Management and Administration) Rules, 2014]

Name of the Company: **SHRI KRISHNA DEVCON LIMITED**

Registered office: Sri Krishna" 805/806, Opp Laxmi Industrial Estate, New Link Road, Andheri (W), Mumbai (Maharashtra) 400053

SR No.	Particulars	Details
1.	Name of the First Named Shareholder (in block letters)	
2.	Postal address	
3.	Registered Folio No./ *Client ID Number (Applicable to investors holding shares in dematerialized form)	
4.	Class of Shares	

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

Sr. No.	Resolution	No. of shares held by me	I Assent to the resolution	I dissent from the resolution
Ordinary Resolution				
1.	To consider and adopt the Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2016, and the Reports of the Board of Directors and the Auditors thereon.			
2.	Re-appointment of Mr. Mukesh Kumar Jain as a Director, who retires by rotation			
3.	Ratification of appointment of M/s Khandelwal and Khandelwal, Chartered Accountants as the Statutory Auditors.			
Special Resolution				
4.	Revision in Remuneration of Mr. Sunil Kumar Jain, Managing Director of the company			

* Please put a tick mark (✓) in appropriate column against the resolution indicated above.

Place:

Date:

Signature of Member

————— **Cut Here** —————

ELECTRONIC VOTING PARTICULARS

EVS (Electronic Voting Sequence Number)	User ID	(PAN / Seq. No.)

Note: Please read the complete instructions given under the Note (The instructions for shareholders voting electronically) to the Notice of Annual General Meeting. The Voting time starts from _____ to _____. The voting module shall be disabled by CDSL for voting thereafter

If undelivered, please return to,



Registered Office

" SRI KRISHNA" 805/806, Opp Laxmi Industrial Estate, New Link Road, Andheri (West), Mumbai - 400 053.