CHAITANYA PROJECTS CONSULTANCY PVT. LTD.

B-9F, BASEMENT, MODI TOWER, 98 NEHRU PLACE, NEW DELHI-19
CIN NO. U74140DL2004PTC124286
E-Mail: cpcl201401@gmail.com

NOTICE

NOTICE is hereby given that the **13th Annual General Meeting** of the Members of **CHAITANYA PROJECTS CONSULTANCY PRIVATE LIMITED** will be held on **Friday, 30th September, 2016** at **11.00 A.M.**, at **B-9F, BASEMENT, MODI TOWER, 98 NEHRU PLACE, NEW DELHI-110019** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended **March 31, 2016** together with the reports of the Board of Directors and Auditor's thereon.

2. To ratify the appointment of **M/s. Rahul Pramod & Associates, (FRNo. 512889C)** Chartered Accountants, the Statutory Auditors of the Company who were appointed for a term of 5 (Five) consecutive years from the date of the **11th** Annual General Meeting (AGM) upto the conclusion of **16th** AGM of the Company in the Calendar year 2019 and to fix their remuneration.

BY ORDER OF THE BOARD
FOR CHAITANYA PROJECTS CONSULTANCY PVT. LTD.

PLACE : DELHI
DATED : 16/08/2016

SANJAY KUMAR SINHA
DIRECTOR
(DIN NO. 00080222)
L-203, Design Arch Gardenia
Plot No. GH-6, Sec.5
Vaishali, Ghaziabad-201012

Notes:

1. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours (48) before the commencement of the Meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

   The Attendance slip and a Proxy form with clear instructions for filing, stamping, signing and/or depositing the Proxy Form is enclosed herewith

2. Corporate members are requested to send in advance duly certified copy of Board resolution/Letter of authority/power of attorney authorising their representative to attend the meeting.

3. Inspection
   The Documents referred to in the Notice and Annual Report for **2015-16** will be available for inspection by the members at the Registered Office of the Company on all working days (except Sundays and Public Holidays) from 11:00 A.M.to 1:00 P.M upto the date of the meeting.

4. A member can inspect the proxies lodged at any time during the business hours of the Company from the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, provided he has given to the Company a notice in writing of his intention to inspect not less than three days' before the commencement of the meeting.

5. Pursuant to the provisions of Section 72 of the Companies Act 2013, the member(s) holding shares in physical form may nominate, in the prescribed manner, a person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders.

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

7. Members desirous of obtaining any information in respect of Accounts of the Company are requested to send their queries in writing to the Company at its Registered Office so as to reach at least seven days before the date of the meeting.

8. The Notice of the AGM along with the Annual Report for the **financial year 2015-16** is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

9. Members are requested to notify immediately any change in their addresses to the Company at its Registered Office.

BY ORDER OF THE BOARD
FOR CHAITANYA PROJECTS CONSULTANCY PVT. LTD.

SANJAY KUMAR SINHA
DIRECTOR
(DIN NO. 00080222)
L-203, Design Arch Gardenia
Plot No. GH-6, Sec.5
Vaishali, Ghaziabad-201012

PLACE : DELHI
DATED : 16/08/2016

CHAITANYA PROJECTS CONSULTANCY PVT. LTD.

B-9F, BASEMENT, MODI TOWER, 98 NEHRU PLACE, NEW DELHI-19
CIN NO. U74140DL2004PTC124286
E-Mail: cpcl201401@gmail.com

DIRECTORS'S REPORT

Dear Shareholders,

We, the Directors of **Chaitanya Projects Consultancy Private Limited**, present the **13th** Board Report for the financial year **2015-16**. The Report is being presented along with the Audited Statement of Accounts for the financial year ended **March 31st, 2016.**

Financial Performance

The summarized results of your Company are given in the table below.

(Rs.In Lacs)

Particulars	For the Year ended 31st March, 2016	For the Year ended 31st March, 2015
Gross Revenue from Sale of Products including Other Income	969.88	628.82
Profit before Finance Costs & Depreciation	169.54	112.76
Less: Finance Cost	56.12	22.19
Depreciation & Amortization	12.41	10.98
Profit before tax (PBT)	**101.01**	**79.59**
Less: Provision for tax		
- Current Tax	33.00	25.00
- Deferred Tax Liability/Asset	(0.27)	(0.32)
- Tax Adjustment Relating to Earlier Year	0.07	1.35
Profit after tax (PAT)	**68.21**	**53.56**
Dividend (%)	NIL	NIL
Basic and Diluted Earnings Per Share (EPS)(Rs.)	**81.21**	**63.76**

Summary of Operations

During the year, the Gross revenue of your Company is **Rs. 9,69,88,067.47** for **Financial Year 2015-2016.** Your Company's Profit after tax stood at **Rs. 68,21,942.84** (previous year profit was **Rs. 53,56,214.18**).

Business Review/State of the company's affairs

The Board of Directors of the Company had evolved and adopted a Code of Conduct based on the principles of Good Corporate Governance and best management practices being followed globally.

Reserves

Your Company has transferred **Rs. 6,00,000.00** out of the profits during the **Financial year 2015-16.**

Dividend

No dividend has declared during the year to strengthen the financial base of the Company.

Details of Board meetings

During the year, **7** number of Board meetings were held, details of which are given below:

Date of the meeting	No. of Directors attended the meeting
25^{th} June, 2015	2
3^{rd} Sept, 2015	2
10^{th} Nov, 2015	2
05^{th} Dec, 2015	2
19^{th} Dec, 2015	2
15^{th} Feb, 2016	2
29^{th} Mar, 2016	2

Capital/ Finance

During the year, the Company has not allotted shares.

As on **31^{st} March, 2016**, the issued, subscribed and paid up share capital of your Company stood at **Rs. 8,40,000.00** (Rupees Eight Lakhs Forty Thousands) comprising **84000** (Eighty Four Thousand) Equity shares of Rs.10/- (Rupees Ten) each.

Extract of Annual Return

Pursuant to section 92(3) of the Companies Act, 2013 ('the Act') and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return is Annexed below as MGT-9.

Committees of Board

As per the provisions of Companies Act 2013 and applicable rules, your Company does not required to constitute such committee as the company does not fall under prescribed category.

Directors' Responsibility Statement

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The directors had prepared the annual accounts on a going concern basis; and

(e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Statutory Auditors, their Report and Notes to Financial Statements

In the AGM held on **30th September, 2014 M/s. Rahul Pramod & Associates**, Chartered Accountants have been appointed Statutory Auditors of the Company for a period of 5 years. Ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing AGM.

Further, the report of the Statutory Auditors along with notes to Schedules is enclosed to this report. The observations made in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

Cost Audit

The Company is not required to conduct the Cost Audit.

Related Party Transactions

None of the transactions with related parties falls under the scope of Section 188(1) of the Act. Information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in **Annexure 1** in Form AOC-2 and the same forms part of this report. These are at Arm's Length and in Ordinary Course of Business as per provisions of Companies Act 2013.

Human Resources

Your Company has invested in human resources so as to attract and retain. The Company has hired the best available resource talent from the Industry. It is the Company's endeavour to be people focused since the environment of operations is technology driven.

Independent Director

As per the provisions of Companies Act 2013 and applicable rules, your Company does not required to appoint Independent Director in its board.

Significant and Material orders passed by the regulators

During the year under review, no material orders are passed by the regulators.

Directors and Key Managerial Personnel

The Board of Directors is duly constituted with **Mr. Sanjay Kumar Sinha and Mrs. Rupa Sinha** as Directors of the Company. There was no change in composition of the Directors during the current financial year.

Transfer of Amounts to Investor Education and Protection Fund

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

Deposits

Your Company has not accepted any deposits from public in terms of Section 73 and/or 74 of the Companies Act, 2013

Internal Financial Control Systems and Their Adequacy

The Company has in place, proper and adequate Internal Control Systems commensurate with the nature of its business and size and complexity of its operations. Internal Control Systems comprising of policies and procedures are designed to ensure reliability of Financial Reporting, timely feedback on achievement of operational and strategic roles, compliance with policies, procedures, applicable laws and regulations, and that all assets and resources are acquired economically, used efficiently and adequately protected.

Management Discussion and Analysis

Management Discussion and Analysis comprising an overview of the financial results, operations/ performance and the future prospects of the Company form part of this Annual Report.

Particulars of Employees

None of the employees of the Company is covered pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Details of conservation of energy, technology absorption, foreign exchange earnings and outgo

(a) Conservation of energy and Technology absorption:

The requirement for disclosure of particulars with respect to conservation of energy is not applicable to the Company.

(b) Foreign exchange earnings and Outgo

During the year under review your Company has neither incurred any expenditure in Foreign Exchange nor earned any foreign exchange.

Particulars of Loans, Guarantees or Investments

As on **March 31, 2016**, there were no outstanding loans or guarantees covered under the provisions of Section 186 of the Act.

Corporate Social Responsibility:

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

Declaration by Independent Directors

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 hence no declaration has been obtained.

Company's policy on Directors' Appointment and Remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178;

The Company, being a Private Limited Company was not required to constitute a Nomination and Remuneration Committee under Section 178(1) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Stakeholders Relationship Committee under Section 178(5) of the Companies Act, 2013.

Material Changes between the date of the Board report and end of financial year.

There have been no 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.

Statement Concerning Development And Implementation Of Risk Management Policy Of The Company

The Company has in place policies covering corporate security, risk associated with quality, environment, health and safety of employees etc. The company is in process of development of policies in relation to other vital risk areas which in the opinion of Board require special attention.

Disclosure as per Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder.

During the **Financial Year 2015-16,** the Company has not received any complaints on sexual harassment.

Acknowledgement

Your Directors place on record their appreciation for employees at all levels, who have contributed to the growth and performance of your Company.

Your Directors also thank the clients, vendors, bankers, shareholders and advisers of the Company for their continued support.

Your Directors also thank the Central and State Governments, and other statutory authorities for their continued support.

For and on behalf of the Board
FOR CHAITANYA PROJECT CONSULTANCY PRIVATE LIMITED

	SANJAY KUMAR SINHA	**RUPA SINHA**
	DIRECTOR	**DIRECTOR**
PLACE : DELHI	**(DIN NO. 00080222)**	**(DIN NO. 00082565)**
DATED : 16/08/2016	**L-203, Design Arch Gardenia**	**L-203, Design Arch Gardenia**
	Plot No. GH-6,Sector-5,	**Plot No. GH-6,Sector-5,**
	Vaishali, Ghaziabad-201012	**Vaishali, Ghaziabad-201012**