



[®] **Prerna
Infrabuild
Limited**
(A BSE Listed Company)



32nd Annual Report

2019-2020



Prerna Infrabuild Limited

A BSE Listed Company since 1988, we have business interest in Commercial and Residential Real Estate Projects.

Prerna Group visualizes things differently, we see them as strategic assets that can help our clients build value. With our quality service in the field of real estate, we ensure that our clients get complete value for their investments. With meticulous planning and REALISTIC BUDGET, we ensure that our projects are delivered on time and nothing is left to chance. From Prestigious Luxury Homes to Residential Apartments to Commercial Landmarks, our skilled and professional approach gets you the result you want.

The Group has developed some of the finest Commercial and Residential Projects and is renowned for its Elegance and Quality.

Doctor house and Prerna Tirth are in fact major landmarks of Ahmedabad City.

Our Group was the first in Gujarat to start Private Safe Deposit Vault Facility in the year 1988, named Prerna Safe Vaults at Doctor House to cater to individual needs, all 365 days in a year with more than 1,500 clients.

Serving the society has been our motto, our company was the first to start Private Corporate Hospital in Gujarat named Prerna Hospital at Doctor House that served people for 15 years.

Prerna Aartika - Sanand

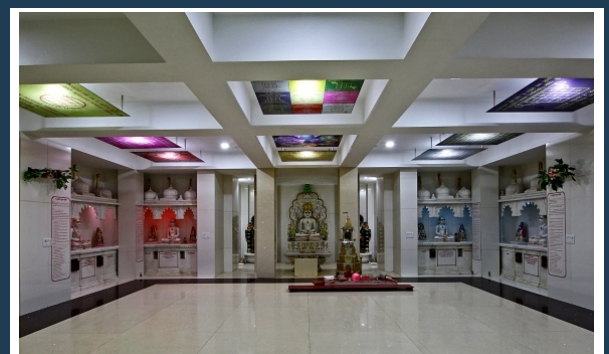


Prerna Rajvijay Tirth at Sanand



24 Tirthankar Derasar at Sanand

World's First Nav Grah Derasar at Sanand





PRERNA INFRABUILD LIMITED

Date: September 2, 2020

To,
BSE Limited
P. J. Tower,
Dalai Street, Mumbai-400001

Script Code: 531802
ISIN: INE426H01014

Dear Sir,

SUB: OUTCOME OF THE BOARD MEETING

The Board of Directors of the Company in its Meeting held on September 2, 2020 has inter alia:

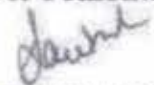
1. Fixed the date of 32nd Annual General Meeting (AGM) as September 28, 2020 (through Video Conference / Other Audio Visual Mode).
2. Approved the Director's Report; Corporate Governance Report and AGM Notice.
3. The Register of members and Transfer Book will remain close from Friday, 22th September, 2020 to Friday, 28th September, 2020 (both days inclusive). The cut-off date for e-voting is 21st September, 2020.
4. E-voting for the purpose of AGM shall be activated from September 25, 2020 (9.00 a.m. IST) to September 27, 2020 (5.00 p.m. IST).

The meeting started on 4:00 Pm and Concluded on 4:30 Pm.

Thanking you,

Yours faithfully,

For PRERNA INFRABUILD LIMITED


SANKETSHAH

MANAGING DIRECTOR

(DIN: 00038121)

Encl: Annual Report 2019 - 2020

Perna Infrabuild Limited

**32nd Annual Report
2019-20**

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**COMPANY INFORMATION
BOARD OF DIRECTORS**

Vijay C Shah (DIN No. 00038062)	Chairman & Managing Directors
Sanket V. Shah (DIN No. 00038121)	Managing Director & CFO
Nalini V. Shah (DIN No. 00119538)	Whole time Director
Mahendra K. Gosalia (DIN No. 002279850)	Independent Director
Kiran Shah (DIN No. 02725833)	Independent Director
Krupali R. Shah (DIN No. 08604775) w.e.f. 14/11/2019	Independent Director
Megha R. Shah (PAN: CASPS5000C) w.e.f. 21/07/2020	Company Secretary
Auditor	Vijay Chauhan & Association Chartered Accountant (FRN No. 136918W) 1 st Floor, Suratwala Gaj House, Opp. Haja Patel ni Pole, Opp The Raymond Shop, Relief Road, Kalupur, Ahmedabad-380001. Pinakin Shah & Co. (PCS No. 2562) A/201, Siddhi Vinayak Towers, B/H BMW Showroom, Next to Kataria House, Off SG Road, Makarba, Ahmedabad-380051, Gujarat.
Registered office	"PRERNA" , Survey No. 820/1, In lane of Panchwati Auto, Opp. Anand Dham Derasar, SG Road, Makarba, Ahmedabad-380058. Tel : 079-26925653 E-mail: info@prernagroup.com Website : www.prernagroup.com
Register & Share Transfer Agent	Big Share Service Pvt. Ltd. E-2/3, Ansh Industrial Estate, Sakivihar Road, Saki Naka, Andheri(E), Mumbai – 400072 Tel : 022-82470652/40430200 Email: info@bigshareonline.com Website: www.bigshareonline.com
Banker	Bank of Maharashtra Prerna Tirth Road Branch, Satellite, Ahmedabad-380015.

NOTICE

Notice is hereby given that the 32nd(Thirty Second) Annual General Meeting(AGM) of the Members of **PrernaInfrabuild Limited** will be held on Monday, 28th September, 2020 at 11:00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means(OAVM),for which purpose the Registered Office of the Company situated at Prerna' Survey no 820/1,in Lane of Panchvati auto oppAnandDhamDerasar, S.G.Road Ahmedabad-380058 shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit and Loss for the year ended on 31st March, 2020 and the Audited Balance Sheet of the Company as on that date together with the Reports of the Directors and Auditors thereon.
2. To appointa Director in place of ShriSanketVijaybhai Shah (DIN: 00038121), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. Appointment of Krupali Rishit Shah as an Independent Director

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150,152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) read with Schedule IV to the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“the Listing Regulations”)Mrs.KrupaliRishit Shah (DIN: 08604775who was appointed as an

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Additional & Independent Director of the Company with effect from November 19, 2019, and whose term expires at this AGM, not liable to retire by rotation, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 5 years with effect from November 14, 2019."

Place: Ahmedabad**By order of the Board****Date: 02/09/2020**

Sd/-
Mr.Sanket V. Shah
Managing Director
DIN: 00038121

Registered office:

'PRERNA' SURVEY No. 820/1,
IN LANE OF PANCHVATI AUTO,
OPP ANAND DHAM DERASAR,
S.G.ROAD AHMEDABAD - 380058,
Gujarat

PRERNA INFRABUILD LIMITED

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Businesses at the meeting, is annexed hereto.
2. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC/ OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC/ OAVM. The detailed procedure for participation in the meeting through VC/ OAVM is as per Note no. 25.
3. Pursuant to MCA Circular No. 14/2020 dated April 8, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint Authorised Representatives to attend the AGM through VC/ OAVM and participate thereat and cast their votes through e-voting.
4. The attendance of the members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Corporate members intending to authorise their representatives to participate and vote at the AGM are requested to send a duly certified copy of the board resolution authorizing their representatives to attend and vote on their behalf at the AGM.
6. The Members can join the AGM through VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice.
7. The Register of Directors and Key Managerial Personnel of the Company and their shareholding maintained under Section 170 of the Act, the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in the electronic mode upto the date of AGM of the Company and will also be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send the e-mail to info@prernagroup.com.
8. The Register of Members and the Share Transfer Books in respect of the Equity Shares will remain closed from Tuesday, September 22, 2020 to Monday, September 28, 2020 (both days inclusive) for the purpose of AGM.
9. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, and the MCA Circulars, the Company is providing facility of remote e-voting to its Members through Central Depository Services (India) Limited ("CDSL") in respect of the business to be transacted at AGM. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by CDSL. Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. September 21, 2020, may cast their vote either by remote e-voting as well as e-voting system as on date of AGM. A person who is not a member as on the cut-off date should treat this

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Notice for information purpose only. The information with respect to voting process and other instructions regarding e-voting are detailed in Note no. 23.

- 10.** The Notice of 32ndAGM and the Annual Report of the Company for the year ended March 31, 2020 is uploaded on the Company's website www.prernagroup.com and may be accessed by the members and will also be available on the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL.

Copies of the above documents are being sent by electronic mode to the members whose email addresses are registered with the Company/ Depository Participant for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by the permitted mode.

- 11.** Mr. Pinakin Shah, Company Secretary, has been appointed as the scrutinizer to scrutinize the remote e-voting and e-voting process on the date of AGM in a fair and transparent manner.
- 12.** The Scrutinizer shall submit a consolidated Scrutinizer's Report (votes casted during the AGM and votes casted through remote e-voting) of the total votes cast in favour of or against, if any, not later than three days after the conclusion of the AGM to the Chairman of the Company. The Chairman, or any other person authorised by the Chairman, shall declare the result of the voting. The result declared along with the consolidated Scrutinizer's Report shall be simultaneously placed on the Company's website www.prernagroup.com and on the website of CDSL and communicated to the BSE Limited.
- 13.** The resolution shall be deemed to be passed on the date of AGM, subject to the receipt of sufficient votes.
- 14.** Members seeking any information or clarification on the accounts or any other matter to be placed at AGM are requested to send written queries to the Company on info@prernagroup.com at least 10 days before the date of the meeting to enable the management to respond quickly.
- 15.** SEBI vide its circular dated June 8, 2018 amended Regulation 40 of the Listing Regulation pursuant to which requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form. Members holding the shares in physical form are requested to dematerialize their holdings at the earliest as it will not be possible to transfer shares held in physical mode.
- 16.** SEBI vide its circular dated April 20, 2018, directed all the listed companies to record the Income Tax PAN and bank account details of all their shareholders holding shares in physical form. All those shareholders who are yet to update their details with the Company are requested to do so at the earliest.
- 17.** Members wishing to claim dividends for previous financial years, which remain unclaimed, are requested to correspond with the Company's Registrars and Transfer Agent (RTA). In case any unclaimed Dividend Warrant is lying with any member, the same should be forwarded to RTA for revalidation.

During the year, the Company has requested those members, whose dividends for previous financial years remaining unclaimed/ unpaid, for claiming said dividend amount before transfer thereof to Investor Education and Protection Fund (IEPF).

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Members are requested to note that dividends not encashed or claimed within seven years from the thirty days of declaration of dividend, will, as per Section 124 of the Companies Act, 2013, be transferred to the IEPF.

Further, provisions of Section 124 of the Companies Act, 2013 read with Rule 6 of IEPF Rules as amended, inter alia, mandates the Company to transfer all such shares, in respect of which dividend have not been paid or claimed for seven consecutive years or more, to the demat account of IEPF Authority.

- 18.** Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation/ variation in nomination in the prescribed Form SH-14 with the Company's RTA. In respect of shares held in demat form, the nomination form may be filed with the respective Depository Participant.
- 19.** SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts and members holding shares in physical form to the Company/ RTA.
- 20.** With a view to conserve natural resources, we request Members to update and register their email addresses with their Depository Participants (DPs) or with the Company, as the case may be, to enable the Company to send communications including Annual Report, Notices, Circulars, etc. electronically. Members holding shares in Physical mode may register their email id by providing necessary details like Folio No., Name of Member(s) and self-attested scanned copy of PAN card or Aadhar Card by email to info@prernagroup.com.
- 21.** Since the AGM will be held through VC/ OAVM in accordance with the MCA Circulars, the route map, proxy form and attendance slip are not attached to the Notice.
- 22.** The helpline number regarding any query/ assistance for participation in the AGM through VC / OAVM are 022-23058738 or 022-23058543 or 022-23058542.
- 23.** Voting process and instruction regarding remote e-voting:

Section A: Voting Process

Members should follow the following steps to cast their votes electronically

Step 1: Open the web browser during the voting period and log on to the e-voting website www.evotingindia.com.

Step 2: Click on "Shareholders" to cast your vote(s).

Step 3: Please enter User ID

- i. For account holders in CDSL: Your 16 digits beneficiary ID.
- ii. For account holders in NSDL: Your 8 Character DP ID followed by 8 digits Client ID.
- iii. Members holding shares in Physical Form should enter Folio Number registered with the Company.

Step 4: Enter the Image Verification as displayed and Click on "Login".

Step 5: 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

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have forgotten the password, then enter the User ID and the image verification code and click on “FORGOT PASSWORD” and enter the details as prompted by the system.

Step 6: Follow the steps given below if you are first time user:

- i. holding shares in physical form
- ii. holding shares in demat form

PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) 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 8 digits of the sequence number in the PAN Field. The sequence number is printed on the Address sticker in case of the dispatch of the Annual Report through physical mode and mentioned in the covering e-mail in case of dispatch of soft copy.
DOB	Enter the Date of Birth (“DOB”) as recorded in your demat account or in the Company records 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 no. 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 DP ID and Client ID / folio number in the Dividend Bank details field as mentioned in Step 3.

Step 7: After entering these details appropriately, click on “SUBMIT” tab.

Step 8: 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.

Step 9: For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

Step 10: Click on the EVSN for the PRERNA INFRABUILD LIMITED on which you choose to vote.

Step 11: 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.

Step 12: Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

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Step 13: 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.

Step 14: 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.

Section B: Other instruction regarding remote e-voting:

- a) The voting period begins on September 25, 2020 from 09:00 A.M. and ends on September 27, 2020 upto 05:00 P.M. During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. September 18, 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- b) Non – Individual Shareholders and Custodians (i.e. other than Individuals, HUF, NRI etc.) are additionally required to note and follow the instructions mentioned below:
 - They 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, 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.
- c) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to upload the following in PDF Format in the system for the scrutinizer to verify the same
 - Copy of Board resolution (where institution itself is voting)
 - Power of Attorney issued in favour of the Custodian as well as the Board resolution of the Custodian
- d) Members holding multiple folios/ demat accounts shall choose the voting process separately for each folio/ demat account.
- e) 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 contact Mr. Rakesh Dalvi, Manager, CDSL, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mills Compounds, N. M. Joshi Marg, Lower Parel (East), Mumbai - 400013 or write an email to helpdesk.evoting@cdslindia.com or calling on 022-23058738 or 022-23058543 or 022-23058542 during working hours on all working days.

24. Voting process and instruction regarding e-voting at AGM are as under:

- The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those Members, who will be present in the AGM through VC / OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available in the AGM.

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- Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

25. Instruction for members for attending the AGM through VC / OAVM are as under:

- Member will be provided with a facility to attend the AGM through VC/ OAVM through the CDSL e-voting system. Members may access the same at <https://www.evotingindia.com> under shareholders/ members login by using the remote e-voting credentials. The link for VC/ OAVM will be available in shareholder/ members login where the EVSN of Company will be displayed.
- Members are encouraged to join the Meeting through Laptops / IPads for better experience. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
- For ease of conduct, Members who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 10 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at info@prernagroup.com.
- The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@prernagroup.com. These queries will be replied to by the company suitably by email.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting. Further the shareholders will be required to allow the camera for participation in the meeting as speaker.

26. Details of the Directors seeking appointment/ re-appointment at the 38th (Thirty Eighth) Annual General Meeting Pursuant to Regulation 36 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and as per Secretarial Standard -2 are provided below:

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

The following explanatory statements sets out all material facts relating to business mentioned under item Nos 2 and 3 of notice.

ITEM NO. 2**DETAILS OF DIRECTOR RETIRING BY ROTATION AND SEEKING RE-APPOINTEMENT**

Executive Director - Retiring by Rotation	
Name of Director	Shri. SanketVijaybhai Shah
Date of Birth	May 18, 1981
Date of Appointment	May 29, 2004
Qualification	M.B.A
Expertise	ENTREPRENEUR
Chairman/ Designated Partner/ Director of other Public Companies/ LLP	Nil
Chairman/ Member of Committees of other Companies*	Chairman: NIL Member: NIL
No of shares held in the Company	1,32,468

- Note: The Directorship held by director mentioned above do not include directorship in Private Limited Company.

Item No: 3

Based on recommendation of Nomination and Remuneration Committee ('NRC') the Board at it's meeting held on November 14th, 2019 appointed Mrs. KrupaliRishitShah (DIN-08604775)(w.e.f. November 14, 2019) as an Additional Director (Independent) of the Company to hold office for a period of five consecutive years, not liable to retire by rotation, subject to consent by the Members of the Company at the ensuing Annual General Meeting ("AGM"). The appointment was pursuant of provisions of Section 149, 150, 152, Schedule IV and other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

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As an Additional Director, Mrs. KrupaliRishit Shah (DIN-08604775) holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has received a declaration from her confirming that she meets the criteria of independence as prescribed under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). She is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director of the Company. In the opinion of the Board, Mrs. KrupaliRishit Shah (DIN-08604775) fulfills the conditions for her appointment as an Independent Director as specified in the Act and the Listing Regulations and she is independent of the management.

Appointment of Non Executive/Independent Director.	
Name of Director	Mrs. KrupaliRishit Shah
Date of Birth	05/05/1984
Date of Appointment	November 14,2019
Qualification	Diploma in Information Technology.
Expertise	Software Engineer.
Chairman/ Designated Partner/ Director of other Public Companies/ LLP	Nil
Chairman/ Member of Committees of other Companies*	Chairman: NIL Member: NIL
No of shares held in the Company	NIL.

Place: Ahmedabad

By Order of the Board

Date:02/09/2020

**Sd/-
Sanket Shah**

**Managing Director
DIN: 00038121**

PRERNA INFRABUILD LIMITED**DIRECTORS' REPORT**

To,

The members of

PRERNA INFRABUILD LIMITED

Dear Members,

Your Directors have pleasure in presenting the 32nd Director's Report of your Company together with the Audited Statement for the financial year ended, 31st March, 2020.

The summary of operating results for the year ended 31st March, 2020 is given below:

FINANCIAL HIGHLIGHTS

(Rupee in Lakh)

Particulars	Current Year	Previous Year
Sales	1602.09	1539.12
Other Income	91.09	102.31
Total Income	1693.18	1641.43
Depreciation	41.32	35.35
Tax		
Current Tax	6.47	29.52
Deferred Tax	(3.35)	(4.23)
Profit/(Loss) after Tax	0.76	47.86
Earnings per share (Rs.) : Basic	0.01	0.40
Earnings per share (Rs.) : Diluted	0.01	0.40

1. STATE OF COMPANY'S AFFAIRS

Income from operations during the financial year ended 31st March 2019 was at Rs 1602.09 Lakhs as against Rs 1539.12 Lakhs representing an increase of 04.09% over the previous year. Profit after Tax for the year under review amounted to Rs 0.40 Lakhs as against Rs 47.86 Lakhs in the previous year representing decrease of 99.16%.

2. CHANGE IN THE NATURE OF BUSINESS

Your Company continues to operate in the same business segment as that of previous year and there is no change in the nature of the business.

3.IMPACT OF COVID-19

The impact of the novel Coronavirus on Indian real estate has been unprecedented to an extent that it has brought construction activities to a halt and significantly eroded the market of its potential buyer-base. With property transactions dipping to near-zero during the nation-wide lockdown, the sector is looking at challenging times ahead. The interdependence of supply chains, migration of labourers, cost overruns, and liquidity constraints are some of the looming challenges. The COVID-19 crisis and its impact on Indian real estate is such that it is being considered as the third 'Black Swan' event for the realty sector in the last five years, the first two being Demonetisation and the implementation of the Real Estate (Regulation and Development) Act, 2016.

4. DIVIDEND

To conserve resources of the Company and in view inadequate profits, the directors do not recommend any Dividend for the year ended 31.03.2020.

5. TRANSFER TO RESERVES

The Board of Directors proposed to carry Nil amount to General Reserve Account and an amount of Rs. 0.76 Lakh has been retained in the profit & loss account.

6. MANAGEMENT DISCUSSION & ANALYSIS

A report on Management Discussion and Analysis, as required in terms of Regulation 34(2) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, forms part of this report and it deals with the Business Operations and Financial Performance, Research & Development Expansion & Diversification, Risk Management, Marketing Strategy, Safety & Environment, significant changes in key financial ratios etc. in Annexure-A.

7. CHANGES IN SHARE CAPITAL

Authorized Share Capital

There has been no change in Authorized Share Capital of Company.

Issued, Subscribed and Paid-Up Share Capital

There has been no Change in Issued, Subscribed and Paid-Up Share Capital of Company.

8. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES.

PRERNA INFRABUILD LIMITED

The Company has One Associate Firm viz. M/S Prerna Infrabuild as on 31st March, 2020. There are no subsidiary companies or joint venture companies within the meaning of Section 2(87) of the Companies Act, 2013 ("Act").

9. MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR

There have been no material changes and commitments, which have occurred between the end of the financial year of the Company and the date of the report, which has affected the financial position of the Company.

10. MEETINGS OF THE BOARD OF DIRECTORS AND COMMITTEES

The information on meetings of the Board of Directors and Committees as held during the financial year 2019-20 is provided under clause 2 (b) of the Corporate Governance Report.

11. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(3) (c) of the Companies Act, 2013, the Board of Directors hereby confirms that,

- i. In preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures.
- ii. It has in the selection of the accounting policies, consulted the Statutory Auditors and has 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 as at 31st March, 2020 and of the profits of the Company for that period.
- iii. It has 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, to the best of its knowledge and ability. There are however, inherent limitations, which should be recognized while relying on any system of internal control and records.
- iv. It has prepared the annual accounts on a going concern basis.
- v. The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operation efficiently.
- vi. 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.

12. INDEPENDENT DIRECTORS MEETING

PRERNA INFRABUILD LIMITED

During the year under review, the Independent Directors of the Company met on 14th November 2019, discussed inter-alia,

- a. Evaluation of performance of Non-Independent Director and the Board of Directors of the Company as a whole.
- b. Evaluation of performance of the Chairman of the Company, taking into views of executive and Non-Executive Directors.
- c. Evolution of the quality, content and timelines of flow of information between the management and the board that is necessary for the board to effectively and reasonably perform its duties.

13. DIRECTORS & KEY MANAGERIAL PERSONAL

Director Retiring by rotation

Mr. SanketVijaybhai Shah (holding DIN 00038121) retires by rotation under Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Reappointment of Independent Director.

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors propose the appointment of Mrs. KrupaliRishit Shah (DIN: 08604775) as Independent Director, for a term of five years commencing form 14/11/2019,not liable to retire by rotation.

Pursuant to the provisions of Section 149 of the Act, the independent directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). There has been no change in the circumstances affecting their status as independent directors of the Company.

14. CORPORATE GOVERNANCE

The Company is committed to maintain and adhere to the Corporate Governance requirements set out by SEBI. The Report on Corporate Governance along with requisite certificate from M/s. Pinakin Shah & Co., Practicing Company Secretary, Ahmedabad, is annexed as an Annexure- E to this Report.

15. PERFORMANCE EVALUATION

PRERNA INFRABUILD LIMITED

Pursuant to applicable provisions of the Companies Act, 2013 and the Listing Regulations 2015, the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and Individual Directors, including Independent Directors. The detailed information in this regard has been given in the Corporate Governance Report.

16. LISTING

The Equity shares of the Company are listed at Bombay Stock Exchange. The Company has paid listing fees to the Stock Exchange for the year 2019-20.

17. DEPOSITS

Your Company has not accepted any deposit and as such no amount of principal and interest were outstanding as at the Balance Sheet date.

18. RISK MANAGEMENT

The Company is exposed to various business risks. These risks are driven through external factors like economic environment, competition, regulations etc. The Company has laid down a well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process. A detailed exercise is being carried out to identify, evaluate, manage and monitor business and non-business risks. The Audit Committee and Board periodically review the risks and suggest steps to be taken to manage/mitigate the same through a properly defined framework. During the year, a risk analysis and assessment was conducted, and no major risks were noticed, which may threaten the existence of the Company.

19. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitute Corporate Social Responsibility Committee for the FY 2019-20.

20. STATUTORY AUDITORS AND AUDITORS REPORT

M/s. Vijay Chauhan & Associates, Chartered Accountants, Ahmedabad are appointed as Statutory Auditors of the Company by the Board for a period of five years, till the conclusion of the 34th Annual General Meeting of the Company to be held in the year 2022. As per the recent amendment issued by Ministry of Corporate Affairs, ratification of Statutory Auditors at every

PRERNA INFRABUILD LIMITED

AGM is not required and hence your Directors have not proposed the ratification of M/s. Vijay Chauhan & Associates at ensuing AGM. Auditor's Report for the year under review does not contain any qualifications, reservations or adverse remarks.

Statutory Auditors were paid Rs. 50,000 as Audit Fees during the year under review. The statutory auditors report is annexed to this annual report. They have not reported any incident of fraud to the Audit Committee of the Company during the year under review.

21. SECRETARIAL AUDITOR

M/s Pinakin Shah & Co, Practicing Company Secretary has been appointed as the Secretarial Auditor of the Company for the financial year 2019-20 as required under Section 204 of the Companies Act 2013 and Rules there under. The Secretarial Audit Report for the financial year ended March 31st, 2020 is annexed herewith marked as Annexure D to this Report. The Secretarial Audit Report contains an adverse remark which is dealt with as under:

Sr. No.	Remarks	Explanation
1.	Non Compliance of Section 138 of Companies Act, 2013	The Company does not have Internal Audit department.
2.	Non Compliance of Section 204 of the Companies Act, 2013.	The Company Secretary resigned on 10.06.2019 and the Company will fill the post on availability of right candidate.

22. COMMITTEES OF THE BOARD

Currently the Board has Three Committees:

- a. Audit Committee,
- b. Stakeholders' Relationship Committee,
- c. Nomination & Remuneration committee.

A detailed note on the Board and its committees, composition and compliances, as per the applicable provisions of the Act and Rules is provided under the Corporate Governance Report.

23. DISCLOSURE REGARDING MAINTENANCE OF COST RECORDS

The Company is not required to maintain cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013.

24. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED

PRERNA INFRABUILD LIMITED

There were no loans & guarantees given or investments made during the financial year ended 31st March 2020.

25. EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as **Annexure-C** to this Report and also available on www.prernagroup.com.

26. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1)& 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as **Annexure B**.

27. INSURANCE

All the insurable interest of the Company, including Inventories, Buildings, Machinery etc., is adequately insured.

28. CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions done by the Company during the financial year were at arm's length and in ordinary course of business. All related party transactions were reviewed and approved by the Audit Committee. During the financial year 2019-20, your Company has not entered into any material related party transaction as per the SEBI Listing Regulations with any of its related parties. Disclosures pursuant to the Accounting Standards on related party transactions have been made in the notes to the Financial Statements. As there were no related party transactions which were not in the ordinary course of the business or not on arm's length basis and also since there was no material related party transaction as stated above, disclosure under Section 134(3) (h) in Form AOC-2 of the Companies Act, 2013 is not applicable.

29. DECLARATION BY INDEPENDENT DIRECTORS

The Board of Directors of the Company hereby confirms that all the Independent directors duly appointed by the Company have given the declaration and they meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013.

30. FAMILIARIZATION PROGRAMME

Since all independent directors are associated with the Company for more than 5 (years), the company has not conducted familiarization program for independent directors.

31. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has established a Vigil Mechanism / Whistle Blower Policy to deal with instances of fraud and mismanagement, if any. The Policy has a systematic mechanism for directors and employees

PRERNA INFRABUILD LIMITED

to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or policy.

32. NOMINATION AND REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee, framed a policy for selection and appointment of Directors, senior Management and their Remuneration including criteria for determining qualifications, positive attributes, Independence of a director. The details of the Nomination and Remuneration Policy are covered in the Corporate Governance Report. The said policy has also been uploaded on the Company's website www.prernagroup.com.

33. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

A. Conservation of Energy

Since the Company does not carry out any manufacturing activity, the particulars regarding conservation of energy, technology absorption and other particulars as required by the Companies (Accounts) Rules, 2014 are not applicable.

B. Technology Absorption

There is no research and development activity carried out by the Company.

34. FOREIGN EXCHANGE EARNINGS AND OUT GO

There were no foreign exchange earnings and outgo during the year under review.

35. EQUITY CAPITAL

a) BUY BACK OF SECURITIES

The Company does not have any scheme or provision of money for the purchase of its own shares by employees/ Directors or by trustees for the benefit of employees/ Directors.

b) SWEAT EQUITY

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

c) BONUS SHARES

No Bonus Shares were issued during the year under review.

d) EMPLOYEES STOCK OPTION PLAN

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

e) EQUITY SHARES WITH DIFFERENTIAL RIGHTS

The Company has not issued equity shares with differential rights as to dividend, voting or otherwise.

SHARES IN SUSPENSE ACCOUNT

- Aggregate number of shareholders and the outstanding shares in the Suspense Account lying at the beginning of the year: **NIL**

PRERNA INFRABUILD LIMITED

- Number of shareholders who approached issuer for transfer of shares from Suspense Account during the year: **Not Applicable**
- Number of shareholders to whom shares were transferred from Suspense Account during the year: **Not Applicable**
- Aggregate number of shareholders and the outstanding shares in the Suspense Account lying at the end of the year: **NIL**
- That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares: **Not Applicable**

SHARES IN UNCLAIMED SUSPENSE ACCOUNT

- Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account lying at the beginning of the year: **NIL**
- Number of shareholders who approached issuer for transfer of shares from the Unclaimed Suspense Account during the year: **Not Applicable**

Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account during the year: **Not Applicable**

- Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account lying at the end of the year: **NIL**

36. INTERNAL FINANCIAL CONTROLS

According to Section 134(5) (e) of the Companies Act, 2013, the term Internal Financial Control (IFC) means the policies and procedures adopted by the Company 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. Rule 8(5) (viii) of Companies (Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board's report. The Company has a well-placed, proper and adequate IFC system which ensures that all assets are safeguarded and protected and that the transactions are authorised, recorded and reported correctly.

37. INTERNAL CONTROL SYSTEM

The Company has in place, adequate systems of Internal Control to ensure compliance with policies and procedures. It is being constantly assessed and strengthened with new / revised standard operating procedures and tighter information technology controls. Internal audits of the Company are regularly carried out to review the internal control systems. The Audit Reports of Internal Auditor along with their recommendations and implementation contained therein are regularly reviewed by the Audit Committee of the Board. Internal Auditor has verified the key internal

PRERNA INFRABUILD LIMITED

financial control by reviewing key controls impacting financial reporting and overall risk management procedures of the Company and found the same satisfactory. It was placed before the Audit Committee of the Company.

38. ANY SIGNIFICANT AND MATERIAL ORDER PASSED BY REGULATORS OR COURTS OR TRIBUNALS

No orders were passed by the Regulators or courts or Tribunals impacting the going concern status and Company's operation in future.

39. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

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 the Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and no complaint has been received on sexual harassment during the financial year 2018-2019. The Company has also constituted an Internal Complaints Committee to consider and to redress complaints of sexual harassment.

40. DETAILS OF FRAUDS REPORTED BY THE AUDITORS

During the year under review, neither the Statutory Auditor nor the secretarial auditor have reported to the Audit Committee under Section 143(12) of the Companies Act, 2013 any instances of fraud committed against the Company by its officers or employees.

41. ACKNOWLEDGEMENT

The Directors place on record their sincere appreciation for the dedication, hard work and commitment of the employees at all levels and their significant contribution to your Company's growth. Your company is grateful to the Distributors, Dealers, and Customers for their support and encouragement. Your Directors thank the

Banks, Financial Institutions, Government Departments and Shareholders and look forward to having the same support in all our future endeavours.

Date: 02/09/2020
Place: Ahmedabad

For, and on behalf of the Board

Sd/-
Vijay C Shah
Chairman and Managing Director
DIN: 00038062

ANNEXURE-A
MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis is given in a separate section forming part of the Director's Report in this Annual Report.

1. INDUSTRY STRUCTURE & DEVELOPMENT

As per the advance estimates for 2019-20, the growth in real GDP during 2019-20 is estimated at 5 per cent as compared to 6.8 per cent in 2018-19. Further, due to Covid-19 (Pandemic) Economic growth witnessed led a slowdown in agriculture, weaker consumer spending and investments, and a marked slowdown in the manufacturing sector. Economy as a whole is in financial distress due to nationwide lockdown imposed by Central Government.

2. OPPORTUNITIES

We are in the midst of Covid-19 and no one is sure about it's impact till vaccine is found. In view of this we restrained our self to give any comment on Industry.

3. THREATS

The sector is grappling with liquidity deficit in the aftermath of Pandemic (Covid-19), high Cost of Capital, and string of stalled projects.

4. RISKS & CONCERNS

Your Company has laid down procedures to inform the Board members about the risk assessment and risk minimization procedures. The Company is exposed to price risks.

Unfavourable changes in government policies and the regulatory environment can adversely impact the performance of the sector. There are substantial procedural delays with regards to land acquisition, land use, project launches and construction approvals. Retrospective policy changes and regulatory bottlenecks may impact profitability and affect the attractiveness of the sector and companies operating within the sector.

Real estate is a capital and labour-intensive industry, thus a rise in cost of labour coupled with shortage due to Covid-19 creates issues in development of the project. Furthermore, unfair practices of certain sections of distributors and the cement industry by raising the price creates issues in project completion.

5. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company's policies and procedures take into account the design, implementation and maintenance of adequate internal financial controls, keeping in view the size and nature of the business. The system ensures adherence to accounting standards, compliance to various statutes, company policies and procedures and effective usage of resources and safeguarding of assets.

PRERNA INFRABUILD LIMITED

The culture of self-governance and internal control sustained through varied set of activities including well defined policies and self-certification on adherence to the policies and procedure.

6. DISCUSSION ON FINANCIAL PERFORMANCE

Net revenue is **RS 1602.09 Lakhs** over the previous year. The Company has earned Profit of **Rs. 0.76 Lakhs** in 2019-20.

7. SIGNIFICANT DEVELOPMENTS IN HUMAN RESOURCES

There is no material development in human resources and industrial relations are cordial.

8. CAUTIONARY NOTE

Statement in this report describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable laws and regulations. Although we believe our expectations are based on reasonable assumptions, these forward-looking statements may be influenced by numerous risks and uncertainties which include changes in government regulation, tax regimes and other incidental factors that could cause actual outcomes and results to be materially different from those expressed or implied.

Date: 02/09/2020

Place: Ahmedabad

For, and on behalf of Board

**Sd/-
Shri Vijay C Shah
Chairman And Managing Director
DIN: 00038062**

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ANNEXURE-B PARTICULARS OF REMUNERATION

Information in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

The ratio of the remuneration of each director to the median remuneration of the employees

i. The percentage increase in remuneration of each Director, CFO, CEO, CS in the financial year – NIL

Name of Director	Designation	Remuneration of the Directors for 2019-20 (Rs. in Lakhs)	Median remuneration of the employees (Rs. in Lakhs)	Ratio of remuneration of the directors to the median remuneration of the employees
Vijay C Shah	Managing Director	12.00	N.A.	N.A.
Nalini V Shah	Whole Time Director	12.00	N.A.	N.A.
Sanket V Shah	Managing Director	12.00	N.A.	N.A.

- ii. The percentage increase/decrease in the median remuneration of employees in the financial year 2018-19: N.A.**
- iii. Average percentile increase in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.**

PARTICULARS OF EMPLOYEES

Information in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- i. Particulars of top ten Employees in terms of remuneration drawn: N.A**
- ii. Employees who are employed throughout the year and in receipt of remuneration aggregating Rs.1,02,00,000/- or more per year: Nil**
- iii. Employees who are employed part of the year and in receipt of remuneration aggregating Rs. 8,50,000/- per month: Nil**

PRERNA INFRABUILD LIMITED**ANNEXURE-C
Form No. MGT-9****EXTRACT OF ANNUAL RETURN****As on the financial year ended on 31/03/2020****[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]****I. REGISTRATION AND OTHER DETAILS :**

I	CIN	L65990GJ1988PLC010570
Ii	Registration Date	13/04/1988
Iii	Name of the Company	PRERNA INFRABUILD LIMITED
Iv	Category / Sub-Category of the Company	Public Company Limited by shares Company having share capital
V	Address of the Registered office and contact details	'PRERNA', Survey No. 820/1, In Lane of Panchvati Auto, Opp. AnandDhamDerasar, S.G. Highway, Makarba, Ahmedabad-380058 Gujarat Telephone : 079-26925653 Email : pinakincs@yahoo.com
Vi	Whether listed company	Yes
vii	Name, Address and Contact details of the Registrar and Share Transfer Agent, if any.	BIG SHARE SERVICES PRIVATE LIMITED 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri(E), Mumbai-400059. Maharashtra Telephone : 022 62638200 Email : sandeep@bigshareonline.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:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Residential Building	995311	93.79%

PRERNA INFRABUILD LIMITED

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :

.

The Company has made investment in the form of capital contribution in M/s PrernaInfrabuild, a partnership firm, to develop residential Project.

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

.

i. Category - wise Shareholding

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	5030093	-	5030093	41.77	5627558	-	5627558	46.73	4.96
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	5030093	-	5030093	41.77	5627558	-	5627558	46.73	4.96
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	5030093	-	5030093	41.77	5627558	-	5627558	46.73	4.96
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-

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b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.									
i) Indian	37837	7000	44837	0.37	41811	7000	48811	0.41	0.03
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 Lakh	907351	360100	1267451	10.52	742597	355100	1097697	9.12	(1.41)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 Lakh	5604843	75300	5680143	47.17	4965439	75300	5040739	41.86	(5.31)
c) Others (specify)									
HINDU UNDIVIDED FAMILY	-	-	-	-	210618	-	210618	1.75	1.75
CLEARING MEMBER	3230	-	3230	0.03	1287	-	1287	0.01	(0.02)
NON RESIDENT INDIANS (REPAT)	2500	-	2500	0.02	2500	-	2500	0.02	-
NON RESIDENT INDIANS (NON REPAT)	14256	-	14256	0.12	13300	-	13300	0.11	(0.01)
Sub-total (B)(2):-	6570017	442400	7012417	58.23	5977552	437400	6414952	53.27	(4.96)

PRERNA INFRABUILD LIMITED

Total Public Shareholding (B)=(B)(1)+(B)(2)	6570017	442400	7012417	58.23	5977552	437400	6414952	53.27	(4.96)
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	11600110	442400	12042510	100	11605110	437400	12042510	100	0.00

ii. Shareholding of Promoters

Sr. No.	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	Niyati Shah	1000	0.01	0	1000	0.01	0	-
2	Sanket Shah	1,32,468	1.10	0	1,32,468	1.10	0	-
3	Swetal Vijay Shah	5,61,320	4.66	0	5,61,320	4.66	0	-
4	Vijay Chandulal Shah	1,32,468	1.10	0	7,29,833	6.06	0	4.96
5	Shah Vijay Chandulal (HUF)	5,90,083	4.90	0	5,90,083	4.90	0	-
6	Nalini Shah	18,06,377	15.00	0	18,06,377	15.00	0	-
7	Sanket V Shah (HUF)	18,06,377	15.00	0	18,06,477	15.00	0	-

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

Sr. No.	Shareholder's Name	Particulars	Shareholding at the beginning of the year			Shareholding at the end of 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	Niyati Shah	Promoter	1000	0.01	0	1000	0.01	0
2	Sanket Shah	Promoter	1,32,468	1.10	0	1,32,468	1.10	0
3	Swetal Vijay Shah	Promoter	5,61,320	4.66	0	5,61,320	4.66	0

PRERNA INFRABUILD LIMITED

4	Vijay Chandulal Shah	Promoter	1,32,468	1.10	0	7,29,833	6.06	4.96
5	Shah Vijay Chandulal (HUF)	Promoter	5,90,083	4.90	0	5,90,083	4.90	0
6	Nalini Shah	Promoter	18,06,377	15.00	0	18,06,377	15.00	0
7	Sanket V Shah (HUF)	Promoter	18,06,377	15.00	0	18,06,477	15.00	0

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

Sr. No.	Name	Particulars	Shareholding at the beginning of the year		Shareholding at the end of the year	
			No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	GrishmaAlkeshbhai	Public	990000	8.22	990000	8.22
2	AlkeshSubodhchandra	Public	990000	8.22	990000	8.22
3	VarshaPradip Shah	Public	461128	3.83	468201	3.8900
4	Shah DhirenMahendrakumar	Public	200000	1.66	200000	1.66
5	AlkaKiran Shah	Public	132000	1.10	132000	1.10
6	AnkurMahendrabhai Shah	Public	100000	0.83	100000	0.83
7	Yamini Ankit Shah	Public	100000	0.83	100000	0.83
8	Anita Shah	Public	100000	0.83	100000	0.83
9	ArpanaLimbachia	Public	100000	0.83	146751	1.22
10	Sachin Ramesh Mhatre	Public	97710	0.81	97710	0.81

Shareholding of Directors and Key Managerial Personnel

Sr. No.	Name	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	Mahendra Kantibhai Gosalia	Director	100	0.01	100	0.01
2	Kiran Hiralal Shah	Director	2500	0.017	2500	0.017
3	Nalini Vijay Shah	Whole-Time director	1806377	15.00	1806377	15.00
4	Sanket Vijay Shah	Managing	132468	1.10	132468	1.10

PRERNA INFRABUILD LIMITED

		director				
5	Vijay Chandulal Shah	Managing director	132468	1.10	729833	6.06

V. INDEBTEDNESS : NIL

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SRN	Particulars of Remuneration	Name of MD/WTD/ Manager/Director			Total Amount
1	Gross salary	Vijay Shah (Managing Director & CFO)	Sanket Shah (Executive Director)	Nalini Shah (Executive Director)	
	a) Salary as per provisions contained in Section 17(1) of the Income tax Act, 1961	12,00,000/-	12,00,000/-	12,00,000/-	36,00,000/-
	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	-	-	-	-
5	Total (A)	12,00,000/-	12,00,000/-	12,00,000/-	36,00,000/-

B. Remuneration to other Directors

Particulars of Remuneration

Director

-Fees for attending Board/ Committee Meetings

NIL

-Commission

-Others, please specify

Total

C. Remuneration to key managerial personnel other than MD/ Manager/ WTD: NIL

VII PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES : NIL

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**ANNEXURE-D
FORM NO. MR-3**

**SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2020
(Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014)**

To,
The Members,

Prerna Infrabuild Limited

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

Based on our verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the financial year ended on 31st March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on 31st March, 2020 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5. 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 (up to 14th May, 2015)
The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective from 15th May, 2015);
- c)** The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- d)** The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- e)** The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- f)** 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 – (not applicable);
- g)** The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- h)** The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

Based on our verification, we have observed that the SEBI Regulations mentioned at (c) was complied with in relation to issue of further Share Capital in the form of preferential issue of equity warrants;

Based on our verification, we have observed that the SEBI Regulations mentioned at (d), (e), (g) and (h) are not applicable to the Company during the year as it has not:

- i.** Listed Debt Capital;
 - ii.** Proposed to Delist its Equity Shares;
 - iii.** Proposed to Buy Back any of its Securities.
- 6.** Specifically applicable Laws to the Company, as identified and confirmed by the Management
- i.** Gujarat Town Planning & Urban Development Act, 1976 & their Rules, 1979;
 - ii.** Transfer of Property Act, 1882.
 - iii.** Real Estate Regulation and Development Act, 2016
- 7.** Labor Laws applicable to the Employees of the Company:
- i.** Provident Fund Act, 1952;
 - ii.** Employees State Insurance Act, 1948;
 - iii.** Profession Tax Act, 1975;
 - iv.** The Payment of Gratuity Act, 1972

We have also examined compliance with the applicable clauses of the following:

PRERNA INFRABUILD LIMITED

- a) Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors (SS 1) and General Meeting (SS 2).
- b) Clauses of Listing Agreements (applicable till November 30, 2015) entered into by the Company with BSE Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (effective from December 01, 2015).

We further report that:

During the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines etc mentioned above except the following:

Under the Companies Act, 2013

Sections under the Companies Act,2013	Non Compliances
Section 138	The Company doesn't have an Internal Auditor.
Non Compliance of Section 204 of the Companies Act,2013	No Company Secretary w.e.f 10.06.2019.

We further report that:

Compliances of applicable Financial Laws including, Direct & Indirect Tax Laws by the Company has not reviewed in this Audit Report; since the same has been subject to reviewed by the Statutory Auditor & other Designated Professionals.

We further report that:

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

We further report that:

Based on our review of Compliance Mechanism established by the Company and on the basis of Compliance Certificate(s) issued by the Managing Director and taken on record by the Board of Directors at their meeting(s), we are of opinion that, there are adequate systems and processes in place in the Company, which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

As informed the Company has responded appropriately to the notices received from various statutory/regulatory authorities including initiating action for corrective measures, wherever focused necessary.

PRERNA INFRABUILD LIMITED

We further report that:

During the audit period there are no events/actions having a major bearing on the Company's affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines etc. referred above.

Date: 26/08/2020

Place: Ahmedabad

Pinakin Shah & Co.

Sd/-

Pinakin Shah

Proprietor

FCS: 2562; COP: 2932

UDIN:F002562B000618804

PRERNA INFRABUILD LIMITED

To,

The Members,

PrernaInfrabuild Limited

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

Management Responsibility:

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.

Auditors Responsibility:

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

We have not verified the correctness and appropriateness of financial records and books of accounts of the Company or verified compliances of Laws other than those mentioned above. Wherever required, we have obtained the management representation about the Compliance of laws, rules and regulations and happening of events etc.

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

Disclaimer:

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.

Date: 26/08/2020

Place: Ahmedabad

Pinakin Shah & Co.

Sd/-

Pinakin Shah

Proprietor

FCS: 2562; COP: 2932

UDIN:F002562B000618804

PRERNA INFRABUILD LIMITED

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS (pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

**The Members of
PRERNA INFRABUILD LIMITED
'PRERNA' SURVEYNO 820/1,
IN LANE OF PANCHVATI AUTO
OPP ANAND DHAM DERASAR,
S.G.ROAD AHMEDABAD
GJ 380058 IN**

I/We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **PRERNA INFRABUILD LIMITED** having CIN L65990GJ1988PLC010570 and having registered office at 'PRERNA' Surveyno 820/1, In Lane of Panchvati Auto Opp Anand Dham Derasar, S.G. Road Ahmedabad GJ 380058 In (hereinafter referred to as "the Company"), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my/our opinion and to the best of my/our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me/ us by the Company & its officers, I/We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

PRERNA INFRABUILD LIMITED

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	VIJAY CHANDULAL SHAH	00038062	13/04/1988
2	SANKET VIJAYBHAI SHAH	00038121	29/05/2004
3	NALINI VIJAY SHAH	00119538	13/04/1988
4	MAHENDRA KANTIBHAI GOSALIA	02279850	08/08/2003
5	KIRAN HIRALAL SHAH	02725833	12/08/2006
6	KRUPALI RISHIT SHAH	08604775	08/08/2003

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Ahmedabad

Date :August 17,2020

Signature:

Sd/-

Name: Pinakin Shah

Membership No.:2562

CP No.:2932

UDIN: F002562B000584781

Annexure - E

CORPORATE GOVERNANCE REPORT

This section on Corporate Governance forms part of the Annual Report to the shareholders. This report is given in terms of Regulation 15(2) of the SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015.

1. COMPANY'S PHILOSOPHY & CODE OF GOVERNANCE :

The Company believes in conducting its affairs in a fair and transparent manner and maintaining the good ethical standards in its dealing with all its constituents.

CODE OF CONDUCT AND ETHICS

The Board of Directors has amended the Code of Conduct and Ethics to align with the provisions of the Companies Act, 2013. The confirmation from the Managing Director cum CEO regarding compliance with the code by all the Directors and Senior Management forms part of the Report. The Code of Conduct and Ethics is displayed on the website of the Company (www.prernagroup.com).

CEO / CFO CERTIFICATION

Shri Vijay Chandulal Shah, Managing Director and CEO and Shri Sanket Vijay Shah, Managing Director and CFO have issued certificate pursuant to the provisions of Regulation 17(8) of the SEBI (LODR) Regulations, 2015 certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report.

2. BOARD OF DIRECTORS:

A. COMPOSITION OF THE BOARD OF DIRECTORS

The Company is compliant with the Corporate Governance norms in terms of constitution of the Board of Directors ("the Board"). The Board acts with autonomy and independence in exercising its strategic supervision, discharging its fiduciary responsibilities and ensuring that the management observes the highest standards of ethics, transparency and disclosure. Every member of the Board, including the Non-Executive Directors, has full access to any information related to the Company.

As on March 31, 2020, the strength of the Board was six Directors comprising of three executive Directors and three non-executive independent directors.

PRERNA INFRABUILD LIMITED

None of the Directors on the Board hold directorships in more than eight (8) Listed Companies or ten (10) public companies or act as an Independent Director in more than seven (7) Listed Companies. Further, none of them is a member of more than ten (10) committees or Chairman of more than five (5) committees across all the public companies in which he or she is a Director. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2020 have been made by the Directors.

Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act. The maximum tenure of Independent Directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1) (b) of the SEBI Listing Regulations and Section 149(6) of the Act.

Details of Directors as on March 31, 2020 and their attendance at the Board meetings and Annual General Meeting ("AGM") during the financial year ended 2020 is given below:

Directors	Attendance Particular				Committee/ Membership	
	Category	Board Meeting	Last AGM	Other Directorship	Member	Chairman
Shri Vijay C Shah	CEO& MD	4	Yes	1	1	-
SmtNalini V Shah	WTD	4	Yes	0	-	-
Shri Sanket V Shah	CFO &MD	4	Yes	2	1	-
Shri Kiran Shah	NEI	4	Yes	0	-	2
Shri MahendraGosalia	NEI	4	Yes	1	2	1
SmtKrupaliRishit Shah w.e.f	NEI	1	No	0	2	-

PRERNA INFRABUILD LIMITED

14.11.2019						
Shri Ishan Shah upto 14.11.2019	NEI	3	Yes	0	2	-

C= Chairman

MD= Managing Director

WTD= Whole time director

NEI= Non-executive, Independent

*Exclude private limited companies and as per Regulation 26(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Membership/Chairmanship of the Audit Committee and Stakeholders Relationship Committee in Indian public companies have been reported.

- INTERSE RELATIONSHIP BETWEEN DIRECTORS**

None of the Directors except Mr. Vijay Shah, Mr. Sanket Shah and Mrs. Nalini Shah, have relationships amongst director inter-se.

- MATRIX SETTING OUT THE SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS**

The Directors of your Company are from diverse fields and have expertise and long standing experience and expert knowledge in their respective fields which are relevant and of considerable value for the Company's business growth. The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and sector(s) for it to function effectively:

- Knowledge of the industry in which the Company operates;
- Knowledge on Company's businesses & major risks;
- Behavioural skills - attributes & competencies to use their knowledge and skills to contribute effectively to the growth of the Company;
- Understanding of socio-political, economic and legal & Regulatory environment;
- Business Strategy, Sales & Marketing;
- Corporate Governance, Administration; and
- Financial Control, Risk Management

B. BOARD MEETINGS

The gap between two Board meetings did not exceed four months. The schedule of Board/Committee meetings are communicated in advance to the directors/committee members to enable them to plan their schedules and to ensure their meaningful participation in the meetings. The Board met Four times in financial year details of which are summarized as below:

Sr. No.	Date of Meeting	Board Strength	No. of Directors Present
1	13/05/2019	6	6
2	13/08/2019	6	6
3	14/11/2019	6	6
4	10/02/2020	6	6

• MEETING OF INDEPENDENT DIRECTORS

The Independent Directors of your Company met once during the year on 14/11/2019 without the presence of Non-Independent Directors and members of the management. The meeting was conducted in an informal and flexible manner to enable the Independent Directors to, inter alia, discuss matters pertaining to review of performance of Non- Independent Directors and the Board as a whole, review the performance of the Chairperson of the Company after taking into account the views of the Executive and Non-Executive Directors, assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

3. COMPOSITION OF COMMITTEES**i. AUDIT COMMITTEE**

The powers, role and terms of reference of the Audit Committee are in line with the provisions of Section 177 of the Companies Act, 2013 and part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee discharges such duties and functions generally indicated under Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; Companies

PRERNA INFRABUILD LIMITED

Act, 2013 and such other functions as may be specifically assigned to it by the Board from time to time.

- **COMPOSITION**

All Members of the Audit Committee have accounting and financial management expertise. The Chairman of the Committee attended the AGM held on 26th September, 2020 to answer the shareholders queries. The role of Audit Committee, the powers exercised by it pursuant to the terms of reference, and the information reviewed by it are in accordance with the requirements as specified in the Regulation 18 of SEBI (LODR) Regulations, 2015 Companies Act, 2013 and other applicable laws, if any. Apart from the above, the Audit Committee also exercises the role and powers entrusted upon it by the Board of Directors from time to time.

Name	Designation	Chairman/Member
Shri Kiran Shah	Independent Director	Chairman
Shri MahendraGosalia	Independent Director	Member
Shri Krupali Shah w.e.f 14.11.2019	Independent Director	Member
Shri Ishan Shah upto 14.11.2019	Independent Director	Member

- **MEETING AND ATTENDANCE**

The Chairman and Whole-time Director and Statutory Auditors are the invitees to the Audit Committee meetings. During the period under review, the Audit Committee met four times on 13/05/2019, 13/08/2019, 14/11/2019 and 10/02/2020 and was attended by all members. The Audit Committee comprises following members:

Name	Designation	No of meetings attended
Shri Kiran Shah	Chairman	4
Shri MahendraGosalia	Member	4
Shri Krupali Shah w.e.f 14.11.2019	Member	1
Shri Ishan Shah upto 14.11.2019	Member	3

ii. NOMINATION AND REMUNERATION COMMITTEE

The roles and responsibilities of the Committee are in accordance with the requirements as specified in the Regulation 19 of SEBI (LODR) Regulations, 2015, Companies Act, 2013 and other applicable laws, if any. Apart from the above, the Committee also exercises the role and powers entrusted upon it by the Board of Directors from time to time.

The Nomination and Remuneration Committee has been vested with the authority to, inter alia, recommend nominations for Board membership, develop and recommend policies with respect to composition of the Board commensurate with the size, nature of the business and operations of the Company, establish criteria for selection of Board members with respect to competencies, qualifications, experience, track record, integrity, devise appropriate succession plans and determine overall compensation policies of the Company. During the period under review, the Nomination and Remuneration Committee met two times on 14/11/2019 and 10/02/2020.

• COMPOSITION

The Constitution of the Nomination and Remuneration Committee during the financial year ended March 31, 2020 is given below:

Name	Position	Category
Shri Kiran Shah	Chairman	Non-executive Independent Director
Shri MahendraGosalia	Member	Non-executive Independent Director
Shri Krupali Shah w.e.f 14.11.2019	Member	Non-executive Independent Director
Shri Ishan Shah upto 14.11.2019	Member	Non-executive Independent Director

• Remuneration to Directors

- a. The executive Directors get salary and perquisites. Remuneration paid for the year ended 31st March, 2020 was as under.

Name of the director	Period of appointment	Remuneration
Shri Vijay C. Shah	Five years with effect from 01/01/2016	12,00,000
SmtNalini V. Shah	Five years with effect from 01/01/2016	12,00,000
Shri Sanket V. Shah	Five years with effect from 01/01/2016	12,00,000
Total		36,00,000

- b. The criteria for making payments to the Whole Time Directors are:

Salary:

PRERNA INFRABUILD LIMITED

- As recommended by the Nomination and Remuneration Committee approved by the Board and the shareholders of the Companies. Perquisites, retirement benefits and performance pay are also paid/ provided in accordance with the Company's compensation policies, as applicable to all employees and the relevant legal provisions.
 - Remuneration is determined keeping in view the industry benchmarks.
- c. The Non-Executive Directors were not paid any remuneration including sitting fees for attending the meetings of the Board and Committees.

iii. STAKEHOLDER'S RELATIONSHIP COMMITTEE

BRIEF DESCRIPTION OF TERMS OF REFERENCE

The terms of reference of the Stakeholder's Relationship Committee are in line with provisions of Section 178 of the Act and part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Stakeholder's Relationship Committee is primarily responsible for Redressal or Shareholder's/ Investor's / Security / holder's grievance including complaints related to transfer or shares. Non-receipt of declared dividends, annual reports etc.

• COMPOSITION

Name	Designation	Position
Shri MahendraGosalia	Non Executive,Independent Director	Chairman
Shri Sanket Shah	Executive Director	Member
Shri Vijay C Shah	Executive Director	Member

• MEETING AND ATTENDANCE

Committee met four times during FY 2019-20 i.e. 13/05/2019, 13/08/2019, 14/11/2019 and 10/02/2020. The Composition of the Stakeholders Relationship Committee and details of Members participation at the Meetings of the Committee are as under:

Name	Position	No of meetings attended
Shri MahendraGosalia	Chairman	4
Shri Sanket Shah	Member	4
Shri Vijay C Shah	Member	4

PRERNA INFRABUILD LIMITED

In addition, Details of Shareholders' Complaints received during the year are as follows:

Particulars	No. of Complaints
Investor complaints pending as at April 1, 2019	0
Investor complaints received during the year ended on March 31, 2020	1
Investor complaints resolved during the year ended March 31, 2020	0
Investor complaints pending as on March 31, 2020	1

SHARE TRANSFER COMMITTEE

The Stakeholder Relationship Committee has delegated power of approving transfer of securities to Shri Vijay Shah and Shri Sanket Shah. The Committee, inter alia, reviews and approves the transfer/ transmission/ D-mat of equity shares as submitted by Big Share Services Private Limited., the Registrar & Transfer Agent of the Company. There is no physical transfer during the year.

iv. SPECIAL RESOLUTIONS PASSED AT THE LAST 3 ANNUAL GENERAL MEETINGS

Year	Venue of AGM	Day, Date & Time	No of special resolution passed
2017-18	'PRERNA', Survey No. 820/1, In Lane of Panchvati Auto, Opp. AnandDhamDerasar,S.G. Road, Makarba, Ahmedabad - 380058	Thursday, 27/09/2018 at 10.30 a.m	1
2018-19	'PRERNA', Survey No. 820/1, In Lane of Panchvati Auto, Opp. AnandDhamDerasar,S.G. Road, Makarba, Ahmedabad - 380058	Thursday, 26/09/2019 at 10.30 a.m	2
2019-20	PRERNA', Survey No. 820/1, In Lane of Panchvati Auto, Opp. AnandDhamDerasar,S.G. Road, Makarba, Ahmedabad - 380058	Thursday, 26/09/2019 At 10.30 a.m	0

v. DISCLOSURE ON MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS:

All related party transactions done by the Company during the financial year were at arm's length and in ordinary course of business. All related party transactions were reviewed and approved by the Audit Committee. During the financial year 2019-20, your Company has not entered into any material related party transaction as per the SEBI Listing Regulations with any of its related parties. Disclosures pursuant to the Accounting Standards on related party transactions have been made in the notes to the Financial Statements. As there were no related party transactions which were not in the ordinary course of the business or not on arm's length basis and also since there was no material related party transaction as stated above, disclosure under Section 134(3) (h) in Form AOC-2 of the Companies Act, 2013 is not applicable.

vi. STRICTURES AND PENALTIES

The Company has complied with requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets during the last three years and they have not imposed any penalties on, or passed any strictures against the Company.

vii. MEANS OF COMMUNICATION

Quarterly and Annual Financial Results of the Company were submitted to the Stock Exchange immediately after the Board approves them. Thereafter, the same were published in Business Standard English and Gujarati Ahmedabad editions. Disclosures pursuant to various clauses of the Listing Agreement were promptly communicated to Bombay Stock Exchange.

No formal presentation was made to the institutional investors or to the analysts during the year under review.

Management Discussion and Analysis forms Part of the Annual Report, which is sent to the Shareholders of the Company.

viii. GENERAL SHAREHOLDER INFORMATION

a. Exclusive e-mail id for investor grievances

PRERNA INFRABUILD LIMITED

Pursuant to Regulation 13(3) of the SEBI (LODR) Regulations, 2015, the following email id has been exclusively designated for communicating investor grievances: investor@prernagroup.com.

Person in-charge of the Department: Mr. Sanket Shah.

b. Annual General Meeting

The 32nd Annual General Meeting will be held on 28th September, 2020 at 11.00 am. through Video Conferencing (VC)/ Other Audio Visual Means(OAVM).

c. Financial Calendar

First quarter results: August 2019

Second quarter results: November 2019

Third quarter results: February 2020

Annual results: April/May 2020

Annual General Meeting: August/September 2020

d. Book Closure

The Register of Members and the Share Transfer Register will be closed from Tuesday, 22th September, 2020 to Monday, 28th September, 2020 (both days inclusive).

e. Dividend Payment Date

Not applicable

f. Shares Listed At

The equity shares of the Company are listed at:

Bombay Stock Exchange Limited (BSE)

Annual Listing fees for the year 2019-20 have been paid to the stock exchange. The Company has also paid the Annual Custodial fees to both the depositories.

g. Stock Codes

The stock code of the Company is 531802.

h. International Securities Identification Number (ISIN)

The ISIN of the equity shares of the Company is INE426H01014.

i. Corporate Identity Number (CIN)

CIN of the Company is L65990GJ1988PLC010570.

j. High/Low of monthly Market Price of the Company's Equity Shares

PRERNA INFRABUILD LIMITED

	Bombay Stock Exchange (BSE)	
	(In Rs. Per share)	
	Month's High Price	Month's Low Price
April, 2019	19.00	14.05
May, 2019	22.60	13.95
June, 2019	26.00	20.80
July, 2019	24.3	16.15
August, 2019	16.95	11.7
September, 2019	14.35	11.26
October, 2019	17.35	12.63
November, 2019	24.65	18.00
December, 2019	25.10	20.00
January, 2020	23.00	19.25
February, 2020	22.5	18.3
March, 2020	22.00	17.15

k. Evolution of Capital

Particulars of Equity shares issued by the Company

Year of issue	Allotment of shares	Total issued capital at the end of financial year
1995	1380000	13800000
1996	1330000	27100000
1996	3362600	60726000
2011	1869910	79425100
2015	3710000	116525100
2016	390000	120425100

l. Share Transfer System

As per the SEBI Guidelines, the Registry and Share Transfer

Activity is being handled by M/s Bigshare Services Private Limited, Mumbai. The Share Transfer requests received in physical form are normally registered within 15 days from the date of receipt.

m. Distribution Of Shareholding (As On March 31, 2020)

On the basis of Share held

Shareholding Of Nominal	Number Of Shareholders	Percentage of total	Share Amount	Percentage of total
1-5000	1554	79.6107	3828250	3.1789
5001-10000	105	5.3791	873580	0.7254
10001-20000	71	3.6373	1098340	0.9121
20001-30000	44	2.2541	1159160	0.9626
30001-40000	23	1.1783	809710	0.6724
40001-50000	13	0.6660	630890	0.5239
50001-100000	48	2.4590	3804120	3.1589
100001-999999999	94	4.8156	108221050	89.8659
Total	1952	100.00	120425100	100.00

On the basis of category

Category	No Of Shares Held	% Of Total Shares Held
Public	6349054	52.72
Corporate bodies	48811	0.41
Promoters	5627558	46.73
Non-resident Indians	15800	0.13
Clearing Member	1287	0.01
Total	12042510	100

n. Dematerialization of Shares And Liquidity

Shares of the Company are traded compulsorily in dematerialized form and are available for trading with both the depositories with whom the Company has established direct connectivity. The Demat requests received by the Company are continually monitored to expedite the process of dematerialization. The Demat requests are confirmed to the depositories within five working days of receipt.

During the year, the Company does not have any Demat requests for equity shares.

- Liquidity: The Company's Shares are liquid on BSE.

o. Code of Conduct For Prevention Of Insider Trading

The Company has adopted a comprehensive Code of Conduct pursuant to the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 1992, for prevention of insider trading in shares of the Company. The Code of Conduct is implemented diligently mandating initial and continual disclosures from the senior officials, directors, and auditors of the Company upon trading in the shares of the Company. The Code also restricts specified employees to deal in the shares of the Company on the basis of any unpublished price sensitive information available to them by virtue of their position in the Company. The transactions of insiders in the shares of the Company are subjected to trading window closures, pre-clearance of trades etc. as envisaged in the Code. The Code has been disseminated through the Company's website for easy access to the employees and is updated from time to time.

p. Reconciliation of Share Capital Audit Report

Pursuant to the provisions of the SEBI (Depositories & Participants) Regulations, 1996, quarterly audit is being undertaken by a Practicing Company Secretary for reconciliation of share capital of the Company. The audit report inter alia covers and certifies that the total shares held in CDSL, NSDL and those in physical form tally with the issued and paid-up capital of the Company, the Register of Members is duly updated; Demat requests are confirmed within stipulated time etc. The Reconciliation of Share Capital Audit Report is submitted with BSE and is also placed before the meetings of the Board of Directors.

q. Outstanding GDRs/ADRs/Warrants or any convertible instrument as on 31st March-20

There were no outstanding GDRs/ADRs/Warrants or any convertible instrument as at end March-2020.

r. Plant Locations

The nature of business is such that the Company has no plant.

PRERNA INFRABUILD LIMITED

s. Address for Correspondence

All enquiries, clarification and correspondence should be addressed to the compliance officer at the following Addresses.

1) PrernaInfrabuild Limited.

'PRERNA', Survey No. 820/1,
In Lane of Panchvati Auto,
Opp. AnandDhamDerasar,
S.G. Road, Makarba,
Ahmedabad-380058

Tel- 079-26925653

E-mail: www.prernagroup.com

2) Registrar & Transfer Agent

Bigshare Services Private Limited
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, MakwanaRoad,Marol,
Andheri (East), Mumbai,
Maharashtra-400059

Tel-022-28470652/40430200

E-mail-info@bigshareonline.com

Website-www.bigshareonline.com

PRERNA INFRABUILD LIMITED

AUDITORS CERTIFICATE REGARDING COMPLAINEE OF CONDITIONS OF CORPORATE GOVERNANCE

We have examined compliance of conditions of Corporate Governance by PrernaInfrabuild Limited (the Company), for the year ended 31st March, 2020, as stipulated in clause 49 of the Listing Agreement ('Listing Agreement') of the Company with the stock exchanges and as per the relevant provisions of Securities Exchange Board of India (LODR) Regulations, 2015 ('Listing Regulations') as referred to in Regulation 15(2) of the Listing Regulations for the period 1st April 2019 to 31st March 2020.

The compliance conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures & 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 statement of the Company.

In our opinion and to the best of our information and according to the explanations given to our and the representation by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement / Listing Regulations, as applicable except Regulation 46(2)(b) to (i) of SEBI (LODR) Regulations, 2015.

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

Date: 26/08/2020
Place: Ahmedabad

Pinakin Shah & Co.
Practising Company Secretary
FCS 2562, C.P. NO 2932
UDIN:F002562B000618859

DECLARATION ON ADHERENCE TO THE CODE OF CONDUCT UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

All the Board members and senior management personnel of the Company have confirmed adherence to the Code of Conduct of PrernaInfrabuild Limited for the financial year ended March 31, 2020.

Place: Ahmedabad
Date: 26/08/2020

For, and on behalf of the Board
Sd/-
Vijay C Shah
Managing director
DIN: 00038062

Registered office:
'PRERNA', Survey No. 820/1,
In Lane of Panchvati Auto,
Opp. AnandDhamDerasar,
S.G. Road, Makarba,
Ahmedabad-380058

PRERNA INFRABUILD LIMITED

CERTIFICATE PURSUANT TO REGULATION 17(8) OF THE SEBI (LODR) REGULATIONS, 2015

We, Shri Vijay C Shah, Chairman and Managing Director (CEO) and Shri Sanket V Shah, Managing Director (CFO) do hereby certify to the Board that:

- a) We have reviewed the Balance Sheet as at March 31, 2020, the Profit and Loss Account and the Cash Flow Statement for the year ended on that date and that to the best of our knowledge and belief:
 - i. The said statements do not contain any false, misleading or materially untrue statements or figures or omit any material fact, which may make the statements or figures contained therein misleading;
 - ii. The said statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company'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 the internal control systems of the Company pertaining to financial reporting and 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:
 - i. Significant changes in internal control over financial reporting during the year, if any;
 - ii. significant changes in accounting policies during the year if any and that the same have been disclosed in the notes to the financial statements; and
 - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For, Prerna Infrabuild Limited

Sd/-
Vijay C Shah (CEO)
DIN: 00038062

Sd/-
Sanket V Shah (CFO)
DIN: 00038121

Place: Ahmedabad
Date: 26/08/2020

PRERNA INFRABUILD LIMITED

Standalone Financial statements

To,

The Members of

PRERNA INFRABUILD LTD

(Formerly known as Prerna Finsafe Ltd)

Report on Standalone Financial statements

We have audited the accompanying standalone financial statements of **PRERNA INFRABUILD LTD (“the company”)** which comprise the Balance Sheet as at 31st March 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information.

Management Responsibility for the financial Statements

The Company’s Board of Directors is responsible for the matters stated in Section 134(5) 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 state of affairs (financial position), profit or loss (financial performance including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (‘Ind AS’) specified under Section 133 of the Act. 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 standalone 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 provision 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 Rules made there under.

PRERNA INFRABUILD LIMITED

We conducted our audit in accordance with the standards on auditing specified under section 143(10) 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 misstatements.

An audit involves performing procedures to obtain audit evidence about amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers the internal financial controls relevant to company's preparation of 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 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 accounting policies used and the reasonableness of accounting estimates made by company's Directors, as well as evaluating the overall presentation of financial statements.

We believe that audit evidence we obtain is sufficient and appropriate to provide 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 including Ind AS specified under Section 133 of the Act, of the state of affairs (financial position) of the Company as at 31 March 2020 and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Report on other Legal and Regulatory Requirements and Our Opinion:

As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.

1) Further to the comments in the Annexure referred to above:

(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;

PRERNA INFRABUILD LIMITED

- (b) In our opinion, proper books of accounts as required by law have been kept by the company so far as it appears from our examination of the books.
- (c) The standalone financial statements dealt with by this report are in agreement with the books of account;
- (d) in our opinion, the aforesaid standalone financial statements comply with Ind AS specified under Section 133 of the Act;
- (e) On the basis of written representation received from the Directors and taken on record by the Board of Directors, we report that none of the Director is disqualified as on 31st March 2020 from being appointed as a Director in terms of Section 164(2) 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 Auditor’s 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 does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii. Unpaid dividend of Rs.2,46,667/- is required to be transferred to the Investor Education and Protection Fund by the Company.

Place:Ahmedabad

Date: 30/05/2020

**For Vijay Chauhan & Associates
Chartered Accountants
ICAI firm Reg No 136918W**

**Proprieor
(Vijay D Chauhan)
M.N. 156563**

UDIN: 20156563AAAAAS1848

Annexure (A) to Auditors' Report

Referred to in our report to members of Prerna Infrabuild Limited on the financial statements for the year 31st March, 2020

- i. (a) Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;

(b) Title deeds of immovable properties are held in the name of the company.

(c) These fixed assets have been physically verified by the management at reasonable Intervals and no material discrepancies were noticed on such verification.
- ii. Physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed.
- iii. The company has not granted any loans, secured or unsecured to companies, firms or other parties covered by clause (76) of Section 2 of the Companies Act, 2013.
- iv. In our opinion the company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans investments guarantees and security.
- v. The Company has not accepted any deposits from the public and complied with the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under, wherever applicable. There is no order passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal.
- vi. The company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.
- vii. We are informed that the Central Government has not prescribed maintenance of Cost Records under Sub Section (1) of Section 148 of the Companies Act for the business in which the company is engaged.
- viii. (a) According to the records of the Company, undisputed statutory dues including provident Fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues have been generally regularly deposited with the appropriate authorities.

a) According to the information and explanations given to us, no undisputed amounts is payable which is outstanding as at 31st March 2020 for a period of more than six months from the date of becoming payable.

PRERNA INFRABUILD LIMITED

- b) According to records of the company, no amount is required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 2056(1 of 2056) and the rules made there under.
- ix. Moneys raised by way of public issue/ follow-on offer (including debt instruments) and term loans were applied for the purposes for which those are raised.
- x. Managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 207 read with schedule V to the Companies Act?
- xi. Any fraud by the company or any fraud on the Company by its officers/ employees has not been noticed or reported during the year.
- xii. Since company is not Nidhi Company, clause not applicable.
- xiii. Company has not made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under review.
- xiv. All transactions with the related parties are in compliance with Section 188 and 177 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable IND AS.
- xv. The company has not entered into any non-cash transactions with directors or persons connected with him.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 2034.

Place:Ahmedabad

Date: 30/05/2020

**For Vijay Chauhan & Associates
Chartered Accountants
ICAI firm Reg No 136918W**

**Proprieor
(Vijay D Chauhan)
M.N. 156563
UDIN: 20156563AAAAAS1848**

Annexure (B) to Auditors' Report

Referred to in paragraph 1(f) under "Report on other legal and regulatory requirements" of our report of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the Internal Financial Control over financial reporting of **Prerna Infrabuild Ltd** ("the Company") as of 31st March, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year then ended.

Management Responsibility for the Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the 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 (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 the 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 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 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 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 is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company'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 internal

PRERNA INFRABUILD LIMITED

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; (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 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 Company has, 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 31st March, 2020, based on the internal control over financial reporting criteria established by the 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 ICAI.

For Vijay Chauhan & Associates
Chartered Accountants
(Firm Reg No 136918W)

Sd/-
Proprietor
(M.N.156563)
Place: Ahmedabad

Date : 30/05/2020

UDIN: 20156563AAAAAS1848

PRERNA INFRABUILD LIMITED				
STANDALONE BALANCE SHEET AS AT 31ST MARCH,2020				
	Particulars	Note No.	As at 31 March, 2020	As at 31 March, 2019
			Rs. in Lakhs	Rs. in Lakhs
A	ASSETS			
1	Non-current assets			
	Property, plant and equipment	2	131.24	108.68
	Capital Work in progress		0.00	0.00
	Investment property	3	3.49	3.49
	Other intangible assets		0.00	0.00
	Financial assets			
	Investments	4	144.58	446.30
	Loans			
	Other financial assets			
	Deferred tax assets (net)	5	08.99	05.64
	Other non current assets	6	1455.77	505.77
			1744.07	1069.88
2	Current assets			
	Inventories	7	1710.32	1325.30
	Financial assets			
	Current investments			
	Trade receivables	8	0.00	1266.92
	Cash and cash equivalents	9	360.89	12.27
	Bank balance other than (iii) above			
	Loans			
	other financial assets			
	Current Tax Assets (net)	10	62.33	34.10
	Other Current Assets	11	130.04	151.76
			2263.58	2790.35
	TOTAL		4007.65	3860.23
	EQUITY AND LIABILITIES			
1	Equity			
	Equity Share Capital	12	1204.25	1204.25
	Other Equity	13	2059.66	2058.89
			3263.91	3263.15
2	Non-current liabilities			
	Other long-term liabilities	14	97.63	54.66
			97.63	54.66
3	Current liabilities			
	Other current liabilities	15	642.41	538.73
	Short-term provisions	16	3.69	3.69
			646.10	542.42
	TOTAL		4007.65	3860.23
	Significant Accounting Policies	1		
See accompanying notes forming part of the financial statements In terms of our report attached.				
For Vijay Chauhan & Associates		For and on behalf of the Board of Directors		
Chartered Accountants		Chairman & M.D.		
ICAI Firm Reg No: 136918W		(Vijay C Shah) Sd/-		
		Managing Director		
		(Sanket V Shah) Sd/-		
Proprietor		Whole-Time Director		
M.N. 156563		(Nalini V Shah) Sd/-		
Place : Ahmedabad		Place :Ahmedabad		
Date : 30/05/2020		Date : 30/05/2020		
UDIN: 20156563AAAAAS1848				

PRERNA INFRABUILD LIMITED				
STATEMENT OF STANDALONE PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2020				
	Particulars	Note No.	For the year ended 31 March, 2020	For the year ended 31 March, 2019
			Rs. in Lakhs	Rs. in Lakhs
1	Revenue from operations	17	972.34	1539.12
2	Other income	18	63.46	90.09
3	Total revenue (1+2)		1035.80	1629.20
4	Expenses			
		19	1216.19	310.31
		20	29.39	636.05
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	21	-385.01	361.15
		22	74.53	129.99
		23	8.39	4.57
			41.32	35.35
		24	47.12	78.65
	Total expenses		1031.92	1556.06
5	Profit / (Loss) before exceptional and extraordinary items and tax (3 - 4)		3.88	73.14
6	Exceptional items		0.00	0.00
7	Profit / (Loss) before extraordinary items and tax (5 ± 6)		03.88	73.14
8	Tax expense:			
			6.47	29.60
			0.00	-0.08
			-3.35	-4.23
9	Profit / (Loss) for the year (07 ± 8)		0.77	47.85
10	Earnings per share (of Rs.10/- each):			
			0.01	0.40
			0.01	0.40
	Significant Accounting Policies	1		
See accompanying notes forming part of the financial statements In terms of our report attached.				
For Vijay Chauhan & Associates Chartered Accountants ICAI Firm Reg No: 136918W Proprietor M.N. 156563 Place : Ahmedabad Date : 30/05/2020 UDIN: 20156563AAAAAS1848			For and on behalf of the Board of Directors Chairman & M.D. (Vijay C Shah) Sd/- Managing Director (Sanket V Shah) Sd/- Whole-Time Director (Nalini V Shah) Sd/- Place : Ahmedabad Date : 30/05/2020	

PRERNA INFRABUILD LIMITED		
STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2020		
Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
	Rs. in Lakhs	Rs. in Lakhs
A. Cash flow from operating activities		
Net Profit / (Loss) before extraordinary items and tax	3.88	73.14
<u>Adjustments for:</u>		
Depreciation and amortisation	41.32	35.35
(Profit) / loss on sale / write off of assets		
Finance costs	8.39	4.57
Interest income	-31.13	-4.90
Net (gain) / loss on sale of investments	-22.95	-83.56
Rental income from investment properties	0.00	0.00
Operating profit / (loss) before working capital changes	-0.49	24.60
<u>Changes in working capital:</u>		
<u>Adjustments for (increase) / decrease in operating assets:</u>		
Inventories	-385.01	361.15
Trade receivables	1266.92	-1058.95
Short-term loans and advances	0.00	320.00
Long-term loans and advances	0.00	0.00
Other current assets	21.72	-64.70
Other non-current assets	-950.00	-10.78
<u>Adjustments for increase / (decrease) in operating liabilities:</u>		
Other current liabilities except unpaid dividend	103.68	-118.55
Other long-term liabilities	42.85	2.09
Short-term provisions	0.00	-5.79
Cash generated from operations	99.67	-550.93
Net income tax debited	34.70	30.41
Net cash flow from / (used in) operating activities (A)	64.97	-581.34
B. Cash flow from investing activities		
Proceeds from increase in capital	0.00	0.00
Proceeds from sale of fixed assets	4.67	0.00
Purchase of Fixed assets	-68.55	-18.93
Bank balances not considered as Cash and cash equivalents		
- Placed		
- Matured		
Sale of Current invest. not considered as Cash and cash equivalents	324.67	576.34
Purchase of current investments		
Interest received	31.13	4.90
Dividend received	0.00	0.00
Rental income from investment properties	0.00	0.00
Net cash flow from / (used in) investing activities (B)	291.92	562.31
C. Cash flow from financing activities		
Repayment of other short-term borrowings	0.00	0.00
Finance cost	-8.39	-4.57
Net cash flow from / (used in) financing activities (C)	-8.39	-4.57
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	348.50	-23.60
Cash and cash equivalents at the beginning of the year	9.92	33.53
Cash and cash equivalents at the end of the year	358.42	9.92

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
	Rs. in Lakhs	Rs. in Lakhs
Reconciliation of Cash and cash equivalents with the Balance		
Cash and cash equivalents as per Balance Sheet (Refer Note 19)	360.89	12.27
Less: Bank balances not considered as Cash and cash equivalents as defined in AS 3 <i>Cash Flow Statements : Unpaid Dividend:</i> <i>Rs.246667/- (Prev Yr 234816)</i>	2.47	2.35
	358.42	9.92
Cash and cash equivalents at the end of the year *	358.42	09.92
* Comprises:		
(a) Cash on hand	0.26	0.00
(c) Balances with banks		
(i) In current accounts	58.17	9.92
(iii) In deposit accounts with original maturity of less than 3 months	300.00	0.00
	358.42	9.92
Notes:		
(i) The Cash Flow Statement reflects the combined cash flows pertaining to continuing and discounting operations.		
(ii) These earmarked account balances with banks can be utilised only for the specific identified purposes.		
See accompanying notes forming part of the financial		
See accompanying notes forming part of the financial statements		
In terms of our report attached.		
For Vijay Chauhan & Associates	For and on behalf of the Board of Directors	
Chartered Accountants	Chairman & M.D.	Sd/-
ICAI Firm Reg No: 136918W	(Vijay C Shah)	
	Managing Director	
Sd/-	(Sanket V Shah)	Sd/-
Proprietor	Whole-Time Director	
M.N. 156563	(Nalini V Shah)	Sd/-
Place : Ahmedabad	Place:Ahmedabad	
Date : 30/05/2020	Date : 30/05/2020	
UDIN: 20156563AAAAAS1848		

PRERNA INFRABUILD LTD**Notes forming part of the standalone financial statements**

Note	Particulars
1 Significant accounting policies:	
a Basis of accounting and preparation of financial statements	The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.
b 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.
c Inventories	Inventories are valued at the lower of cost (on FIFO / weighted average basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty.
d Cash and cash equivalents (for purposes of Cash Flow Statement)	Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.
e Statement of cash flows:	Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.
f Depreciation and amortisation	Depreciation has been provided on the written down method as per the rates prescribed in Schedule XIV to the Companies Act, 1956 except in assets costing less than Rs.5,000 each are fully depreciated in the year of capitalisation
g Revenue recognition	
i <u>Accounting of construction contracts</u>	The company follows the percentage completion method based on the stage of completion at the balance sheet date, taking into account the contractual price and revision thereto by estimating total revenue and total cost till completion of the contract and the profit so determined has been accounted for proportionate to the percentage of actual work done. Project revenue is recognised at the percentage of work completed to total sales consideration as per agreements to sale/ allotments executed. Project costs which are recognised in the statement of profit and loss by reference to the stage of completion of the project activity are matched with the revenue recognised resulting in the reporting of revenue, expenses and profit which can be attributed to the proportion of work completed.
ii <u>Income from services</u>	Rent from Safe vault is recognised on accrual basis
h Other income	

Interest income is accounted on accrual basis. Dividend income is accounted for when the right to receive it is established.

i Tangible fixed assets

Fixed assets, except land are carried at cost less accumulated depreciation and impairment losses, if any. The company capitalized all cost relating to acquisition and installation of fixed assets.

Borrowing costs are capitalised as part of qualifying fixed assets. Other borrowing costs are expensed.

Advances paid towards the acquisition of fixed assets outstanding at each balance sheet date are disclosed as "Capital Advances" under short term advances and cost of fixed assets not ready to use before such dates are disclosed under "Capital work in progress".

j Impairment of Assets

At each Balance Sheet date, the management makes an assessment of any indicator that may lead to impairment of assets. An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value, which is higher of net selling price and value in use. Any impairment loss is charged to statement of profit and loss in the year in which it is identified as impaired.

k Investments

Investments that are readily realisable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as current investments. All other investments are classified as long term investments. Current Investments are stated at lower of cost and fair value. Long term investments are stated at cost of acquisition. Provision for diminution is made when such diminution is considered other than temporary in nature. Valuation is determined on the basis of each category of investments.

l Retirement Benefits to Employees:

The law relating to retirement benefits of employees are not followed by the company and the retirement benefits are accounted for on cash basis.

m Taxation

a. Current tax is determined on the profit for the year in accordance with the provisions of the Income tax Act, 1961.

b. Deferred tax is calculated at the rates and laws that have been enacted or substantively enacted as of the Balance Sheet date and is recognized on timing difference that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets, subject to consideration of prudence are recognized and carried forward only to the extent that they can be realized.

n Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be outflow of resources. Contingent Liabilities are not recognised, but are disclosed in the notes. Contingent assets are neither recognised nor disclosed in the financial statements.

o Expenses relating to amalgamation:

The expense relating to amalgamation is carried as an asset and is amortised over a period of 5 years from the date of the amalgamation.

PRERNA INFRABUILD LIMITED

Notes forming part of the standalone financial statements for the year ended 31-03-2020

Note 2. Fixed assets

Amount in Lakhs

Description of Assets	Gross block					Depreciation				Net Block	
	As at 1st April, 2019	Additions	Disposals	Other adjustments	As at 31st March, 2020	As at 1st April, 2019	For the year	Deletion during the year	As at 31st March, 2020	As at 31st March, 2020	As at 31st March, 2019
Buildings	21.26	0.00	0.00	0.00	21.26	3.60	0.54	0.00	4.14	17.12	17.66
Vehicles	127.04	65.42	0.00	8.15	184.31	59.04	33.37	3.51	88.90	95.41	68.00
A/c, Office Equipment & mobile	13.58	3.13	0.00	0.20	16.51	2.07	3.99	0.17	05.90	10.61	11.51
Computer	4.42	0.00	0.00	0.00	4.42	3.24	0.74	0.00	3.99	0.43	01.18
Furniture	11.05	0.00	0.00	0.00	11.05	0.71	2.68	0.00	3.38	07.66	10.34
Total	158.43	68.55	0.00	08.35	237.55	33.32	41.32	03.68	106.30	131.24	108.68
Previous year	158.43	18.93	0.00	0.00	177.35	33.32	35.35	0.00	68.67	108.68	125.11

PRERNA INFRABUILD LIMITED**Notes forming part of the standalone financial statements**

Particulars	As at 31 March, 2020	As at 31 March, 2019
	Rs. in Lakhs	Rs. in Lakhs
Note 3 Non-current investments:		
(a) Tarrace Rights at A-1103 Prerna Shikhar	0.50	0.50
(b) Property at Cellar-Prerna Arbour	2.99	2.99
Total	03.49	03.49
Note 4 Non Current Investment:		
(a) Investment in Mutual Fund		
Nil, (Prev Yr: 3429.034 units of Tata Liquid Fund of Rs. 2916.2730 each)		100.00
32nd Annual Report 2019-20 [60]		100.02
Nil, (Prev Yr: 383238.558 units of Franklin Tempelton Fund of Rs. 26.0998 each)		
Nil, (Prev Yr: 36496.976 units of ICICI Prudential St - Growth of Rs. 273.9953 each)		100.00
Nil, (Prev Yr :3447.257 units of SBI Liquid of Rs. 2900.8573 each)		100.00
	0.00	400.02
Investments in Associate concerns		
Prerna Infrabuild (Firm in which company holds 50% share)	144.58	46.28
Total	144.58	446.30
Note 5 Deferred Tax Assets:		
(c) Deferred tax assets	8.99	5.64
(On difference of depreciation as per books and IT)		
Total	8.99	5.64
Note 6 Other non-current assets:		
(a) Deposit with :		
GIHED	10.00	10.00
(b) Rent receivable	1.39	1.39
(b) Advance for purchase of land	973.11	23.11
(c) Receivable from investments in Shivam Prerna Infrabuild	471.27	471.27
Total	1455.77	505.77
Note 7 Inventories:		
(At lower of cost and net realisable value)		
Prerna Rajvijay Tirth -	354.73	288.35
Prerna Artica-WIP	1167.49	1036.96
Prerna Ashtamangal	188.10	
Total	1710.32	1325.30

PRERNA INFRABUILD LIMITED**Notes forming part of the standalone financial statements****Note 8 Trade Receivables:**

(a) Trade receivables outstanding for a period exceeding six months from the date they were due for payment #

Unsecured, considered good

0.00

0.00

(b) Other Trade receivables

0.00

1266.92

Unsecured, considered good

Total**0.00****1266.92****Note 9 (a) Cash and cash equivalents:****(a) Cash on hand**

0.26

0.00**(b) Balances with banks**

(i) In current accounts

58.17

09.92

Note 9 (b) Other Bank Balance:

(i) Term deposits having remaining maturity of more than 3 months but not more than 1 year (Refer Note (i) below)

300.00

0.00

(ii) In earmarked accounts

- Unpaid dividend accounts

02.47

02.35

Total**360.89****12.27**Of the above, the balances that meet the definition of Cash and cash equivalents as per AS 3 *Cash Flow Statements* is Rs246667 (Pre Vr 234816/-)**Note:10 Current Tax Assets**

(a) Advance income tax (net of provisions 2960000/- (As at 31 March, 2018 Rs.5200000) - Unsecured, considered good

62.33**34.10****Note 11 Other current assets**

(a) Loans and advances to employees

Unsecured, considered good

0.30

0.00

(b) Prepaid expenses - Unsecured, considered good

01.91

02.17

(c) Balances with government authorities

Unsecured, considered good

Service Tax Paid receivable

(d) Other Advances - Unsecured, considered good

with AUDA

0.00

0.00

(e) Advance to vendors

13.91

11.37

(f) GST Credit

85.17

135.01

(g) Other advance

25.39

03.21

(h) Accrued interest on FD

03.35

Total**130.04****151.76**

PRERNA INFRABUILD LIMITED**Notes forming part of the standalone financial statements**

Particulars	As at 31 March, 2020	As at 31 March, 2019
	Rs. in Lakhs	Rs. in Lakhs
Note 3 Non-current investments:		
(a) Tarrace Rights at A-1103 Prerna Shikhar	0.50	0.50
(b) Property at Cellar-Prerna Arbour	2.99	2.99
Total	03.49	03.49
Note 4 Non Current Investment:		
(a) Investment in Mutual Fund		
Nil, (Prev Yr: 3429.034 units of Tata Liquid Fund of Rs. 2916.2730 each)		100.00
Nil, (Prev Yr: 383238.558 units of Franklin Tempelton Fund of Rs. 26.0998 each)		100.02
Nil, (Prev Yr: 36496.976 units of ICICI Prudential St - Growth of Rs. 273.9953 each)		100.00
Nil, (Prev Yr :3447.257 units of SBI Liquid of Rs. 2900.8573 each)		100.00
	0.00	400.02
Investments in Associate concerns		
Prerna Infrabuild (Firm in which company holds 50% share)	144.58	46.28
Total	144.58	446.30
Note 5 Deferred Tax Assets:		
(c) Deferred tax assets	8.99	5.64
(On difference of depreciation as per books and IT)		
Total	8.99	5.64
Note 6 Other non-current assets:		
(a) Deposit with :		
GIHED	10.00	10.00
(b) Rent receivable	1.39	1.39
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(c) Receivable from investments in Shivam Prerna Infrabuild	471.27	471.27
Total	1455.77	505.77
Note 7 Inventories:		
(At lower of cost and net realisable value)		
Prerna Rajvijay Tirth -	354.73	288.35
Prerna Artica-WIP	1167.49	1036.96
Prerna Ashtamangal	188.10	
Total	1710.32	1325.30

PRERNA INFRABUILD LIMITED**Notes forming part of the standalone financial statements**

Note 8 Trade Receivables:		
(a) Trade receivables outstanding for a period exceeding six months from the date they were due for payment #		
Unsecured, considered good	0.00	0.00
(b) Other Trade receivables	0.00	1266.92
Unsecured, considered good		
Total	0.00	1266.92
Note 9 (a) Cash and cash equivalents:		
(a) Cash on hand	0.26	0.00
(b) Balances with banks		
(i) In current accounts	58.17	09.92
Note 9 (b) Other Bank Balance:		
(i) Term deposits having remaining maturity of more than 3 months but not more than 1 year (Refer Note (i) below)	300.00	0.00
(ii) In earmarked accounts		
- Unpaid dividend accounts	02.47	02.35
Total	360.89	12.27
Of the above, the balances that meet the definition of Cash and cash equivalents as per AS 3 <i>Cash Flow Statements</i> is Rs246667 (Pre Vr 234816/-)		
Note:10 Current Tax Assets		
(a) Advance income tax (net of provisions 2960000/- (As at 31 March, 2018 Rs.5200000) - Unsecured, considered good	62.33	34.10
Note 11 Other current assets		
(a) Loans and advances to employees		
Unsecured, considered good	0.30	0.00
(b) Prepaid expenses - Unsecured, considered good	01.91	02.17
(c) Balances with government authorities		
Unsecured, considered good		
Service Tax Paid receivable		
(d) Other Advances - Unsecured, considered good with AUDA	0.00	0.00
(e) Advance to vendors	13.91	11.37
(f) GST Credit	85.17	135.01
(g) Other advance	25.39	03.21
(h) Accrued interest on FD	03.35	
Total	130.04	151.76

PRERNA INFRABUILD LIMITED

Notes forming part of the standalone financial statements

In Lakhs

Particulars	As at 31 March, 2020		As at 31 March, 2019	
	Number of shares	Rupees	Number of shares	Rupees
Note: 12 Share Capital				
(a) Authorised 13000000 (P.Y. 8000000) Equity shares of Rs.10/- each with voting rights	130.00	1300.00	130.00	1300.00
(b) Issued, Subscribed and fully paid up 12042510 (P.Y.12042510) Equity shares of Rs.10/- each with voting rights	120.43	1204.25	120.43	1204.25
Refer Notes (i) to (viii) below	120.43	1204.25	120.43	1204.25
(a) Reconciliation of number of shares Shares outstanding as at 1st April,2019/1st April 2018	120.43		120.43	
Shares outstanding as at 31st March,20/31st March19	120.43		120.43	

(b) List of shareholding more than 5% of the total number of shares issued by the company:**Name of the shareholders**

Class of shares / Name of shareholder	As at 31 March, 2020		As at 31 March, 2019	
	Number of shares held (In Lakhs)	% holding in that class of shares	Number of shares held (In Lakhs)	% holding in that class of shares
Sanket Vijay Shah HUF	18.06	15.00	18.06	15.00
Nalini Vijay Shah	18.06	15.00	18.06	15.00
Grishma Alkeshbhai Shah	9.90	8.22	9.90	8.22
Alkeshbhai S Shah	9.90	8.22	9.90	8.22
Vijay C Shah	7.30	6.06		

The company has issued only one class of shares having a par value of Rs.10/- each. Each shareholder of equity share is entitled to one vote per share.

PRERNA INFRABUILD LTD
STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH,2020

Amount in Lakhs

Particulars	Equity Share Application	Equity Share Capital	Security Premim Account	Revaluation Reserve	General Reserve	Retained Earning	Total other equity
Balance as at 1st April 2019	0.00	1204.25	1032.25	0.54	232.46	793.65	2058.89
Add: Share application received	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Add: Profit during the year	0.00	0.00	0.00	0.00	0.00	0.77	0.77
Balance as at 31-03-2020	0.00	1204.25	1032.25	0.54	232.46	794.41	2059.66

See accompanying notes forming part of the financial statements In terms of our report attached.

For Vijay Chauhan & Associates

For and on behalf of the Board of Directors

Chartered Accountants

ICAI Firm Reg No: 136918W

32nd Annual Report 2019-20 [60]

Proprietor

M.N. 156563

Place : Ahmedabad

Date : 30/05/2020

UDIN: 20156563AAAAAS1848

Sd/-

Chairman & M.D.

(Vijay C Shah)

Sd/-

Managing Director

(Sanket V Shah)

Sd/-

Whole-Time Director

(Nalini V Shah)

PRERNA INFRABUILD LIMITED
Notes forming part of the standalone financial statements

Particulars	As at 31 March, 2020	As at 31 March, 2019
	Rs. in Lakhs	Rs. in Lakhs
Note 13 Other Equity		
(a) Securities Premium Account:	1032.25	1032.25
(b) Revaluation Reserve:	0.54	0.54
(c) General Reserve:		
Opening balance	232.46	232.46
Closing balance	232.46	232.46
(d) Surplus / (Deficit) in Statement of Profit and Loss:		
Opening balance	793.65	745.79
Add: Profit / (Loss) for the year	0.77	47.85
Closing balance	794.41	793.65
Total	2059.66	2058.89
Note 14 Other Long term liabilities		
(a) Secured car loan (Against hypothecation of car)	83.91	40.94
(b) Rent Depoist	13.72	13.72
Total	97.63	54.66
Note 15 Other current liabilities		
(a) Secured car loan (Against hypothecation of car)	0.00	11.63
(b) Unsecured loan from director	157.50	0.00
(a) Unpaid Dividends *	2.47	2.35
(b) Other payables:		
(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, GST, TDS etc.)	0.91	06.62
(ii) Advances from customers Perna Artika	378.81	472.58
(iii) Others (specify nature)		
Sundry Creditors	102.72	40.76
Liability for Expenses	0.00	4.80
	642.41	538.73
* These amount represent warrants issued to the shareholders which remained unrepresented as on 31st March 2020		
Note 16 Short-term provisions		
(a) Provision for employee benefits:		
(b)(i) Provision for expenses	3.69	3.69
Total	3.69	3.69

PRERNA INFRABUILD LIMITED
Notes forming part of the standalone financial statements

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
	Rs. in Lakhs	Rs. in Lakhs
Note 17 Revenue from operations:		
(a) Sale of Shops/flat (Refer Note (i) below):	809.86	1551.34
(b) Interest from partnership firm		0.00
(c) Profit of partnership firm	-2.77	-12.22
(d) Construction labour income	165.25	
Total	972.34	1539.12
Note:		
(i) Sale of plots comprises:		
Sale of shop at Prerna Artika	607.86	1286.73
Sale of flat at "Prerna Rajvijay Scheme"	202.00	264.61
Total - Sale of manufactured goods	809.86	1551.34
Note 18 Other income		
(a) Interest income (Refer Note (i) below):	31.13	4.90
(b) Dividend income:	0.00	0.00
(c) Net gain on sale of:		
Current investments:		
Short Term Investment in Share & M.Fund without STT	22.95	83.56
Total	54.08	88.46
Note (i) Interest income comprises:		
Interest from banks on:		
-Fixed Deposits	31.13	4.90
Total - Interest income	31.13	4.90
(d) Other non-operating income comprises:		
Scrap income		
Misc income	9.38	1.62
Total - Other non-operating income	9.38	1.62
Total - Other income (a+b+c+d)	63.46	90.09
Note 23. Cost of materials consumed:		
Opening Stock:		
Add: Purchases and other project Exp.	933.20	310.31
Add: Prerna Aura plotting Exp	282.99	
	1216.19	310.31
Less: Closing stock	0.00	0.00
Cost of material consumed	1216.19	310.31
Material consumed comprises:		
Prerna Rajvijay Tirth	0.00	01.94
Prerna Aartika	933.20	302.97
Total	933.20	304.91
Note 20 Purchase/sales return of finished goods		
Add: Sales Return of units in Prerna Rajvijay Tirth	29.39	636.05
Total	29.39	636.05
Note 21.Changes in inventories of finished goods, work-in-progress and stock-in-trade:		

Inventories at the end of the year:		
Work-in-progress		
Prerna Raj Vijay Tirth Project	354.73	288.35
Prerna Artika Project	1167.49	1036.96
Prerna Ashtamagal Project	188.10	0.00
	1710.32	1325.30
Inventories at the beginning of the year:		
Work-in-progress		
Prerna Raj Vijay Tirth Project	288.35	0.00
Prerna Artika Project	1036.96	1686.45
	1325.30	1686.45
Net (increase) / decrease	-385.01	361.15
Note 22 Employee benefits expense		
Directors Remuneration	54.30	72.00
Salaries and wages	19.68	57.00
Staff welfare expenses	0.55	0.05
Bonus	0.00	0.57
Leave Salary	0.00	0.37
Total	74.53	129.99
Note 23 Finance costs		
(a) Interest expense		
- Interest on car loan	6.08	4.57
- GST late fees and penalty	2.00	0.00
- Interest On TDS	0.31	0.00
Total	8.39	4.57
Note 24 Other expenses		
Insurance	4.56	4.95
Office Expenses	2.37	6.42
Printing and stationery	0.13	1.18
Advertisement Exps.	0.97	2.18
Business promotion	3.00	11.89
Legal and professional	7.91	9.93
Membership Fees	0.10	0.12
Miscellaneous expenses	0.15	0.25
Auditors Remuneration		
- statutory audit	0.50	0.50
- taxation matters		0.00
Bank Charges	0.54	0.13
Listing Fees	3.90	3.25
Demat Charges	0.00	0.02
Service tax Exp	0.00	0.08
Software exp	0.13	0.13
Security Expenses	0.13	2.28
Shilpalay Redevelopment Exp	1.50	10.28
Power and fuel	3.55	5.38
Repairs and maintenance - Others	0.58	0.40
Maintanance Charge		1.52
Travel Exp	2.06	2.91
Telephone exp	1.95	1.77
Brokerage on sale of flat		1.18
Internet exp	0.09	0.47
Auda Charges	1.08	3.84
Municipal tax	1.61	0.15
Rera Fees	0.00	1.94
Donation Exps.	0.13	0.60
Courier charges	0.00	0.03
Electricity charges	7.69	4.87
Sale deed registration charge	2.47	0.00
Total	47.12	78.65

PRERNA INFRABUILD LIMITED**Notes forming part of the standalone financial statements****(Rs. In Lakhs)****Additional information to the financial statements**

	Particulars	As at 31 March, 2020 Rupees	As at 31 March, 2019 Rupees
Note 25	Contingent liabilities and commitments (to the extent not provided for)		
(i)	Contingent liabilities		
(a)	Order of the Superintendent of Stamps, Gandhinagar is received by the company regarding stamp duty payable on amalgamation and transfer of ownership, which the company has not agreed to and want to challenge. Total amount as per order Rs.1331015/-. Company has provided Rs.400000/-.	9.31	9.31
(b)	Company has received the bill of Rs.1168852/- from Uttar Gujarat Vij Company Ltd towards use of electricity at site of Prerna Aura, Andej, Ta: Sanad, Dist: Ahmedabad. Company has went into appeal after paying Rs.350655/-.	8.18	8.18

Note 26 Additional information pursuant to the provisions of Schedule VI to the companies Act 1956

	Particulars	As at 31 March, 2020 Rupees	As at 31 March, 2019 Rupees
a	Value of imports calculated on CIF basis:		
	Raw materials, Components, Spare parts	NIL	NIL
b	Expenditure in foreign currency:		
	Since expenditure involves foreign currency but the original payment by the Company itself is in Rupees, no disclosure is made.	NIL	NIL
c	Details of consumption of imported and indigenous items *		
	Raw materials		
	Imported	-	-
	Indigineous	933.20	310.31
d	Earning in foreign currencies (on accrual basis)		
		NIL	NIL

Note 27 Disclosures under Accounting Standards 7 (Revised)

	Particulars	As at 31 March, 2020 Rupees	As at 31 March, 2019 Rupees
	Details of contract revenue and costs		
a	Contract Revenue	607.86	1286.73
b	Contract cost incurred	546.78	1104.47
c	Recognised profit and losses	61.08	182.25
d	Advance received	374.81	0.00
e	Retention money	0.00	0.00
f	Gross amount due from Customers for contract work	0.00	820.39
g	Gross amount due to Customers for contract work	0.00	0.00

PRERNA INFRABUILD LIMITED			
Notes forming part of the standalone financial statements			(Rs. In Lakhs)
Additional information to the financial statements			
	Particulars	As at 31 March, 2020	As at 31 March, 2019
		Rupees	Rupees
Note 25	Contingent liabilities and commitments (to the extent not provided for)		
(i)	Contingent liabilities		
(a)	Order of the Superintendent of Stamps, Gandhinagar is received by the company regarding stamp duty payable on amalgamation and transfer of ownership , which the company has not agreed to and want to chalange. Total amount as per order Rs.1331015/-. Company has provided Rs.400000/-.	9.31	9.31
(b)	Company has received the bill of Rs.1168852/- from Uttar Gujarat Vij Company Ltd towards use of electricity at site of Prerna Aura, Andej, Ta: Sanad, Dist: Ahmedabad. Company has went into appeal after paying Rs.350655/-.	8.18	8.18
Note 26 Additional information pursuant to the provisions of Schedule VI to the companies Act 1956			
	Particulars		
a	Value of imports calculated on CIF basis:	As at 31 March, 2020	As at 31 March, 2019
		Rupees	Rupees
	Raw materials, Components,Spare parts	NIL	NIL
b	Expenditure in foreign currency:	As at 31 March, 2020	As at 31 March, 2019
		Rupees	Rupees
	Since expenditure involves foreign currency but the original payment by the Company itself is in Rupees, no disclosure is made.	NIL	NIL
c	Details of consumption of imported and indigenous items *	As at 31 March, 2020	As at 31 March, 2019
		Rupees	Rupees
	Raw materials		
	Imported	-	-
	Indigineous	933.20	310.31
d	Earning in foreign currencies (on accrual basis)	As at 31 March, 2020	As at 31 March, 2019
		Rupees	Rupees
		NIL	NIL
Note 27 Disclosures under Accounting Standards 7 (Revised)			
	Particulars	As at 31 March, 2020	As at 31 March, 2019
		Rupees	Rupees
	Details of contract revenue and costs		
a	Contract Revenue	607.86	1286.73
b	Contract cost incurred	546.78	1104.47
c	Recognised profit and losses	61.08	182.25
d	Advance received	374.81	0.00
e	Retention money	0.00	0.00
f	Gross amount due from Customers for contract work	0.00	820.39
g	Gross amount due to Customers for contract work	0.00	0.00

PRERNA INFRABUILD LIMITED**Notes forming part of the standalone financial statements****Note 28: Segment Reporting:**

Company has been carrying out construction activity and providing services of safe deposit vault. Since the business segment of safe deposit vault does not meet the basis criteria of treating the same as reportable segment, the management has decided to prepare the consolidated financial statement.

Note 29: Related party transactions**Details of related parties:**

Description of relationship	Names of related parties
Key Management Personal-Chairman	Vijay C Shah
Key Management Personal-Managing Director	Sanket Vijay Shah
Key Management Personal-Whole Time Director	Nalini V. Shah
Associated Enterprise	M/s Prerna Infrabuild

Note: Related parties have been identified by the Management.

Details of related party transactions during the year ended 31 March, 2020 and balances outstanding as at 31 March, 2020 (In Lakhs)

	KMP	Associated Enterprise	Total
Managerial Remuneration:			
Vijay C Shah	18.00		18.00
Sanket V Shah	18.13		18.13
Nalini V Shah	18.17		18.17
Loans taken			
Sanket V Shah	249.50		249.50
Vijay C Shah	284.45		284.45
Loans Repaid			
Sanket V Shah	92.00		92.00
Vijay C Shah	284.45		284.45
<u>Prerna Infrabuild</u>			
Net of Contribution in Prerna Infrabuild/withdrawl		101.14	101.14
Interest earned on capital		0.00	0.00
Profit/(loss) from firm		-2.77	-12.22

PRERNA INFRABUILD LIMITED

Notes forming part of the standalone financial statements

(In Lakhs)

Note 30 Earnings Per Share

Net Profit after tax for the year has been used as the numerator and number of shares has been used as denominator for calculating the basic & diluted earning per share

PARTICULARS	31-Mar-2020	31-Mar-2019
	Rupees	Rupees
Face Value Per Share	10	10
Net Profit after Tax	0.77	47.85
Weighted average Number of Shares	120.43	120.43
Basic Earnings per Share	0.01	0.40
Diluted Earnings per Share	0.01	0.40

Note 31 Micro, Small and Medium Enterprises Development Act, 2006

In accordance with the Notification No. GSR 719 (E) dt 16.11.2007, issued by the Ministry of Corporate Affairs, certain disclosures are required to be made relating to Micro and Small Enterprises as defined under the Micro, Small and Medium Development Act 2006. The Company is in the process of compiling relevant information from its suppliers about their coverage under the said Act. Since the relevant information is still not available, no disclosures have been made in the accounts.

Note 32 Estimation of uncertainties relating to the global health pandemic - COVID-19:

The Group has considered internal and certain external sources of information including economic forecasts and industry reports up to the date of approval of the financial statements in determining the impact on various elements of its financial statements. The Group has used the principles of prudence in applying judgments, estimates and assumptions and based on the current estimates, the Group expects to recover the carrying amount of trade receivables including unbilled receivables, investments and other assets. The eventual outcome of impact of the global health pandemic may be different from those estimated as on the date of approval of these financial statements, the group will continue to monitor developments to identify significant uncertainties in future periods, if any.

In terms of our report attached.

For Vijay Chauhan & Associates
Chartered Accountants
 ICAI Firm Reg No: 136918W

Proprietor

M.N. 156563

Place : Ahmedabad

Date : 30/05/2020 UDIN: 20156563AAAAAS1848

For and on behalf of the Board of Directors
Chairman & M.D.

(Vijay C Shah)

Managing Director

(Sanket V Shah)

Whole-Time Director

Sd/-

(Nalini V Shah)

Place : Ahmedabad

Date : 30/05/2020

PRERNA INFRABUILD LIMITED

Consolidated Financial Statements

To,

The Members of

PRERNA INFRABUILD LTD

(Formerly known as Prerna Finsafe Ltd)

Report on Consolidated Financial statements

We have audited the accompanying consolidated financial statements of **PRERNA INFRABUILD LTD (“the company”)**, its subsidiaries and its joint ventures (Collectively referred to as “the Group”) which comprise the consolidated Balance Sheet as at 31st March 2020, the consolidated Profit & Loss statement and consolidated Cash flow statement and the consolidated statement of Changes in Equity for the year ended and a summary of significant policies and other explanatory information.

Management Responsibility for the consolidate financial Statements

The Company’s Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“The Act”) with respect to the preparation and presentation of these consolidated financial statements that give true and fair view of financial position, financial performance, cash flow of the group and consolidated changes in equity of the group in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) 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 Group 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 consolidated financial statements that give true and fair view and are free of material misstatement, whether due to fraud or error.

Auditor’s Responsibility

PRERNA INFRABUILD LIMITED

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

We have taken into account the provision 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 Rules made there under.

We conducted our audit in accordance with the standards on auditing specified under section 143(10) 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 misstatements.

An audit involves performing procedures to obtain audit evidence about amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment the Risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal financial controls relevant to company's preparation of 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 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 accounting policies used and the reasonableness of accounting estimates made by company's Directors, as well as evaluating the overall presentation of consolidated financial statements.

We believe that audit evidence obtained by us is sufficient and appropriate to provide 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 as at 31 March 2020 and its

PRERNA INFRABUILD LIMITED

consolidated profit and its cash flows and consolidated changes in equity for the year ended on that date.

Report on other Legal and Regulatory Requirements and Our Opinion:

- 2) AS required by Section 143(3) of the Act, we report to the extent applicable, 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 aforesaid consolidated financial statements;
 - (b) In our opinion, proper books of accounts as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditor reports.
 - (c) The consolidated financial statements dealt with by this report are in agreement with the relevant 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 Ind AS specified under section 133 of the Act.
 - (e) On the basis of written representation received from the Directors and taken on record by the Board of Directors, we report that none of the Director is disqualified as on 31st March 2020 from being appointed as a Director in terms of Section 164(2) 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 A” and;
 - (g) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our Report in “Annexure A”, which is based on the auditors’ reports of the Holding company, subsidiary companies, associate companies and jointly controlled companies incorporated in India.

PRERNA INFRABUILD LIMITED

(h) With respect to the other matters to be included in the Auditor's 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:

- iv. The consolidated financial statements does not have any pending litigations which would impact its financial position;
- v. The Consolidated financial statements does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
- vi. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Place:Ahmedabad

Date: 30/05/2020

For Vijay Chauhan & Associates.

Chartered Accountants

ICAI firm Reg No 136918W

Sd/-

Proprietor

(Vijay D Chauhan)

M.N. 156563

UDIN: 20156563AAAAAS1848

Annexure (A) to Auditors' Report

Referred to in paragraph 1(f) under the heading "Report on other legal and regulatory requirements" of our report of even date.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the Internal Financial Control over financial reporting of Prerna Infrabuild Limited (hereinafter referred to as "the Company"). as of 31st March, 2020 in conjunction with our audit of the consolidated financial statements of the Company for the year then ended.

Management's Responsibility for Internal Financial Control

The respective Board of Directors of the Holding company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the 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 (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 the respective 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 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 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 control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

PRERNA INFRABUILD LIMITED

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 controls system over financial reporting

Meaning of Internal Financial Controls Over Financial Reporting

A company'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 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; (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 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 have, 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 31st March, 2020, based on the internal control over financial reporting criteria established by the 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 ICAI.

Other Matters

Our aforesaid reports under Section 143(3) (i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting is based solely on our report on the standalone financial statement of the Company for the year ended 31st March, 2020, since it did not have any subsidiary, associate or jointly controlled companies which are incorporated in India as on that date.

For Vijay Chauhan & Associates
Chartered Accountants
(Firm Reg No 136918W)

Sd/-
Proprietor
(M.N.156563)
Place: Ahmedabad
Date: 30/05/2020

UDIN: 20156563AAAAAS1848

PRERNA INFRABUILD LIMITED
CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH,2020

	Particulars	Note No.	As at 31 March, 2020	As at 31 March, 2019
			Rs. in Lakhs	Rs. in Lakhs
A	ASSETS			
1	Non-current assets			
	Property, plant and equipment	2	131.24	108.68
	Capital Work in progress		0.00	0.00
	Investment property	3	3.49	3.49
	Other intangible assets		0.00	0.00
	Financial assets			
	Investments	4	72.29	423.16
	Loans			
	Other financial assets			
	Deferred tax assets (net)	5	08.99	05.64
	Other non current assets	6	1455.77	505.77
			1671.78	1046.74
2	Current assets			
	Inventories	7	1812.42	1427.40
	Financial assets			
	Current investments			
	Trade receivables	8	0.00	1266.92
	Cash and cash equivalents	9	361.75	12.54
	Bank balance other than (iii) above			
	Loans			
	other financial assets			
	Current Tax Assets (net)	10	62.33	34.10
	Other Current Assets	11	131.18	189.42
			2367.68	2930.37
	TOTAL		4039.46	3977.11
	EQUITY AND LIABILITIES			
1	Equity			
	Equity Share Capital	12	1204.25	1204.25
	Other Equity	13	2059.66	2058.89
			3263.91	3263.15
2	Non-current liabilities			
	Other long-term liabilities	14	107.13	78.91
			107.13	78.91
3	Current liabilities			
	Other current liabilities	15	664.66	631.37
	Short-term provisions	16	3.75	3.69
			668.41	635.06
	TOTAL		4039.46	3977.11
	Significant Accounting Policies	1		

See accompanying notes forming part of the financial statements In terms of our report attached.

For Vijay Chauhan & Associates

Chartered Accountants

ICAI Firm Reg No: 136918W

Sd/-

Proprietor

M.N. 156563

Place : Ahmedabad

Date : 30/05/2020

UDIN : 20156563AAAAAS1848

For and on behalf of the Board of Directors

Chairman & M.D.

(Vijay C Shah)

Sd/-

Managing Director

(Sanket V Shah)

Sd/-

Whole-Time Director

(Nalini V Shah)

Sd/-

Place : Ahmedabad

Date : 30/05/2020

PRERNA INFRABUILD LIMITED				
STATEMENT OF CONSOLIDATED PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2020				
	Particulars	Note No.	For the year ended 31 March, 2020	For the year ended 31 March, 2019
			Rs. in Lakhs	Rs. in Lakhs
1	Revenue from operations	17	976.01	1602.09
2	Other income	18	64.59	91.09
3	Total revenue (1+2)		1040.60	1693.19
4	Expenses			
	(a) Cost of materials consumed	19	1216.19	310.31
	(b) Purchase/sales return of finished stock	20	29.39	794.40
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	21	-385.01	259.05
	(d) Employee benefits expense	22	74.53	130.79
	(e) Finance costs	23	8.40	4.57
	(f) Depreciation and amortisation expense		41.32	35.35
	(g) Other expenses	24	51.90	85.58
	Total expenses		1036.71	1620.05
5	Profit / (Loss) before exceptional and extraordinary items and tax (3 - 4)		3.88	73.14
6	Exceptional items		0.00	0.00
7	Profit / (Loss) before extraordinary items and tax (5 ± 6)		03.88	73.14
8	Tax expense:			
	(a) Current tax		6.47	29.60
	(b) Tax relating to prior years		0.00	-0.08
	(c) Deferred tax credit		-3.35	-4.23
9	Profit / (Loss) for the year (07 ± 8)		0.77	47.85
10	Earnings per share (of Rs.10/- each):			
	(a) Basic		0.01	0.40
	(b) Diluted		0.01	0.40
	Significant Accounting Policies	1		
See accompanying notes forming part of the financial statements In terms of our report attached.				
For Vijay Chauhan & Associates Chartered Accountants ICAI Firm Reg No: 136918W Sd/- Proprietor M.N. 156563 Place : Ahmedabad Date : 30/05/2020 UDIN : 20156563AAAAAS1848			For and on behalf of the Board of Directors Chairman & M.D. (Vijay C Shah) Sd/- Managing Director (Sanket V Shah) Sd/- Whole-Time Director (Nalini V Shah) Sd/- Place : Ahmedabad Date : 30/05/2020	

PRERNA INFRABUILD LIMITED

STATEMENT OF CONSOLIDATED CASH FLOWS FOR THE YEAR ENDED 31ST MARCH,2020

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
	Rs. in Lakhs	Rs. in Lakhs
A. Cash flow from operating activities		
Net Profit / (Loss) before extraordinary items and tax	3.88	73.14
<u>Adjustments for:</u>		
Depreciation and amortisation	41.32	35.35
(Profit) / loss on sale / write off of assets		
Finance costs	8.40	4.57
Interest income	-31.13	-4.90
Net (gain) / loss on sale of investments	-22.95	-83.56
Rental income from investment properties	0.00	0.00
Operating profit / (loss) before working capital changes	-0.48	24.60
<u>Changes in working capital:</u>		
<i>Adjustments for (increase) / decrease in operating assets:</i>		
Inventories	-385.01	259.05
Trade receivables	1266.92	-884.95
Short-term loans and advances	0.00	320.00
Long-term loans and advances	0.00	-0.89
Other current assets	58.23	-98.40
Other non-current assets	-950.00	-10.78
<i>Adjustments for increase / (decrease) in operating liabilities:</i>		
Other current liabilities except unpaid dividend	33.29	-164.04
Other long-term liabilities	28.11	-14.66
Short-term provisions	0.06	-8.14
Cash generated from operations	51.12	-578.21
Net income tax debited	34.70	29.52
Net cash flow from / (used in) operating activities (A)	16.42	-607.73
B. Cash flow from investing activities		
Proceeds from increase in capital	0.00	0.00
Proceeds from sale of fixed assets	4.67	0.00
Purchase of Fixed assets	-68.55	-18.93
Bank balances not considered as Cash and cash equivalents		
- Placed		
- Matured		
Sale of Current invest.not considered as Cash and cash equivalents	373.82	599.48
Purchase of current investments		
Interest received	31.13	4.90
Dividend received	0.00	0.00
Rental income from investment properties	0.00	0.00
Net cash flow from / (used in) investing activities (B)	341.07	585.45
C. Cash flow from financing activities		
Repayment of other short-term borrowings	0.00	0.00
Finance cost	-8.40	-4.57
Net cash flow from / (used in) financing activities (C)	-8.40	-4.57
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	349.10	-26.86
Cash and cash equivalents at the beginning of the year	10.19	37.04
Cash and cash equivalents at the end of the year	359.28	10.19

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
	Rs. in Lakhs	Rs. in Lakhs
Reconciliation of Cash and cash equivalents with the Balance		
Cash and cash equivalents as per Balance Sheet (Refer Note 19)	361.75	12.54
Less: Bank balances not considered as Cash and cash equivalents as defined in AS 3 <i>Cash Flow Statements : Unpaid Dividend:</i> <i>Rs.246667/- (Prev Yr 234816)</i>	2.47	2.35
	359.28	10.19
Cash and cash equivalents at the end of the year *	359.28	10.19
* Comprises:		
(a) Cash on hand	0.26	0.00
(c) Balances with banks		
(i) In current accounts	59.03	10.19
(iii) In deposit accounts with original maturity of less than 3 months	300.00	0.00
	359.28	10.19
Notes:		
(i) The Cash Flow Statement reflects the combined cash flows pertaining to continuing and discounting operations.		
(ii) These earmarked account balances with banks can be utilised only for the specific identified purposes.		
See accompanying notes forming part of the financial		
See accompanying notes forming part of the financial statements		
In terms of our report attached.		
For Vijay Chauhan & Associates	For and on behalf of the Board of Directors	
Chartered Accountants	Chairman & M.D.	
ICAI Firm Reg No: 136918W	(Vijay C Shah) Sd/-	
	Managing Director	
	(Sanket V Shah) Sd/-	
	Whole-Time Director	
	(Nalini V Shah) Sd/-	
	Place: Ahmedabad	
	Date : 30/05/2020	
Sd/-		
Proprietor		
M.N. 156563		
Place : Ahmedabad		
Date : 30/05/2020		
UDIN : 20156563AAAAAS1848		

Note	Particulars
1	Significant accounting policies:
a	Basis of accounting and preparation of financial statements
	<p>The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.</p>
b	Use of estimates
	<p>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.</p>
c	Inventories
	<p>Inventories are valued at the lower of cost (on FIFO / weighted average basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty.</p>
d	Cash and cash equivalents (for purposes of Cash Flow Statement)
	<p>Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.</p>
e	Statement of cash flows:
	<p>Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.</p>
f	Depreciation and amortisation
	<p>Depreciation has been provided on the written down method as per the rates prescribed in Schedule XIV to the Companies Act, 1956 except in assets costing less than Rs.5,000 each are fully depreciated in the year of capitalisation</p>
g	Revenue recognition
i	<u>Accounting of construction contracts</u>
	<p>The company follows the percentage completion method based on the stage of completion at the balance sheet date, taking into account the contractual price and revision thereto by estimating total revenue and total cost till completion of the contract and the profit so determined has been accounted for proportionate to the percentage of actual work done. Project revenue is recognised at the percentage of work completed to total sales consideration as per agreements to sale/ allotments executed. Project costs which are recognised in the statement of profit and loss by reference to the stage of completion of the project activity are matched with the revenue recognised resulting in the reporting of revenue, expenses and profit which can be attributed to the proportion of work completed.</p>
ii	<u>Income from services</u>
	<p>Rent from Safe vault is recognised on accrual basis</p>

h Other income

Interest income is accounted on accrual basis. Dividend income is accounted for when the right to receive it is established.

i Tangible fixed assets

Fixed assets, except land are carried at cost less accumulated depreciation and impairment losses, if any. The company capitalized all cost relating to acquisition and installation of fixed assets.

Borrowing costs are capitalised as part of qualifying fixed assets. Other borrowing costs are expensed.

Advances paid towards the acquisition of fixed assets outstanding at each balance sheet date are disclosed as "Capital Advances" under short term advances and cost of fixed assets not ready to use before such dates are disclosed under "Capital work in progress".

j Impairment of Assets

At each Balance Sheet date, the management makes an assessment of any indicator that may lead to impairment of assets. An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value, which is higher of net selling price and value in use. Any impairment loss is charged to statement of profit and loss in the year in which it is identified as impaired.

k Investments

Investments that are readily realisable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as current investments. All other investments are classified as long term investments. Current Investments are stated at lower of cost and fair value. Long term investments are stated at cost of acquisition. Provision for diminution is made when such diminution is considered other than temporary in nature. Valuation is determined on the basis of each category of investments.

l Retirement Benefits to Employees:

The law relating to retirement benefits of employees are not followed by the company and the retirement benefits are accounted for on cash basis.

m Taxation

a. Current tax is determined on the profit for the year in accordance with the provisions of the Income tax Act, 1961.

b. Deferred tax is calculated at the rates and laws that have been enacted or substantively enacted as of the Balance Sheet date and is recognized on timing difference that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets, subject to consideration of prudence are recognized and carried forward only to the extent that they can be realized.

n Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be outflow of resources. Contingent Liabilities are not recognised, but are disclosed in the notes. Contingent assets are neither recognised nor disclosed in the financial statements.

o Expenses relating to amalgamation:

The expense relating to amalgamation is carried as an asset and is amortised over a period of 5 years from the date of the amalgamation.

PRERNA INFRABUILD LIMITED

Notes forming part of the Consolidated financial statements for the year ended 31-03-2020

Note 2. Fixed assets

Amount in Lakhs

	Gross block					Depreciation				Net Block	
Description of Assets	As at 1st April, 2019	Additions	Disposals	Other adjustments	As at 31st March, 2020	As at 1st April, 2019	For the year	Deletion during the year	As at 31st March, 2020	As at 31st March, 2020	As at 31st March, 2019
Buildings	21.26	0.00	0.00	0.00	21.26	3.60	0.54	0.00	4.14	17.12	17.66
Vehicles	127.04	65.42	0.00	8.15	184.31	59.04	33.37	3.51	88.90	95.41	68.00
A/c, Office Equipment & mobile	13.58	3.13	0.00	0.20	16.51	2.07	3.99	0.17	05.90	10.61	11.51
Computer	4.42	0.00	0.00	0.00	4.42	3.24	0.74	0.00	3.99	0.43	01.18
Furniture	11.05	0.00	0.00	0.00	11.05	0.71	2.68	0.00	3.38	07.66	10.34
Total	158.43	68.55	0.00	08.35	237.55	33.32	41.32	03.68	106.30	131.24	108.68
Previous year	158.43	18.93	0.00	0.00	177.35	33.32	35.35	0.00	68.67	108.68	125.11

PRERNA INFRABUILD LIMITED**Notes forming part of the consolidated financial statements**

Particulars	As at 31 March, 2020	As at 31 March, 2019
	Rs. in Lakhs	Rs. in Lakhs
Note 3 Non-current investments:		
(a) Tarrace Rights at A-1103 Prerna Shikhar	0.50	0.50
(b) Property at Cellar-Prerna Arbour	2.99	2.99
Total	3.49	3.49
Note 4 Non Current Investment:		
(a) Investment in Mutual Fund		100.00
Nil, (Prev Yr: 3429.034 units of Tata Liquid Fund of Rs. 2916.2730 each)		100.02
Nil, (Prev Yr: 383238.558 units of Franklin Tempelton Fund of Rs. 26.0998 each)		100.00
Nil, (Prev Yr: 36496.976 units of ICICI Prudential St - Growth of Rs. 273.9953 each)		100.00
Nil, (Prev Yr :3447.257 units of SBI Liquid of Rs. 2900.8573 each)		100.00
	0.00	400.02
Investments in Associate concerns		
Prerna Infrabuild (Firm in which company holds 50% share)	72.29	23.14
Total	72.29	423.16
Note 5 Deferred Tax Assets:		
(c) Deferred tax assets	8.99	5.64
(On difference of depreciation as per books and IT)		
Total	8.99	5.64
Note 6 Other non-current assets:		
(a) Deposit with :		
VAT department	0.00	0.00
UGVCL - DEPOSIT	0.00	0.00
GIHED	10.00	10.00
(b) Rent receivable	1.39	1.39
(b) Advance for purchase of land	973.11	23.11
(c) Receivable from investments in Shivam Prerna Infrabuild	471.27	471.27
Total	1455.77	505.77
Note 7 Inventories:		
(At lower of cost and net realisable value)		
Prerna Rajvijay Tirth -	354.73	288.35
Prerna Artica-WIP	1167.49	1036.96
Prerna Ashtamangal	188.10	
Prerna Infrabuild (50% share)	102.10	102.10
Total	1812.42	1427.40

PRERNA INFRABUILD LIMITED**Notes forming part of the consolidated financial statements****Note 8 Trade Receivables:**

(a) Trade receivables outstanding for a period exceeding six months from the date they were due for payment #

Unsecured, considered good

0.00

0.00

(b) Other Trade receivables

0.00

1266.92

Unsecured, considered good

In the books of Prerna Infrabuild (50% share)

Total**0.00****1266.92****Note 9 (a) Cash and cash equivalents:****(a) Cash on hand****0.26****0.00**

(ii) In the books of Prerna Infrabuild (50% share)

0.02**(b) Balances with banks**

(i) In current accounts

58.17

09.92

(ii) In the books of Prerna Infrabuild (50% share)

0.84

0.27

Note 9 (b) Other Bank Balance:

(i) Term deposits having remaining maturity of more than 3 months but not more than 1 year (Refer Note (i) below)

300.00

0.00

(ii) In earmarked accounts

- Unpaid dividend accounts

2.47

2.35

Total**361.75****12.54**Of the above, the balances that meet the definition of Cash and cash equivalents as per AS 3 *Cash Flow Statements* is Rs992209 (Pre Vr 3352671/-)**Note:10 Current Tax Assets**

(a) Advance income tax (net of provisions 2960000/- (As at 31 March, 2018 Rs.5200000) - Unsecured, considered good

62.33**34.10****Note 11 Other current assets**

(a) Loans and advances to employees

Unsecured, considered good

0.30

0.00

(b) Prepaid expenses - Unsecured, considered good

1.91

2.17

(c) Balances with government authorities

Unsecured, considered good

Service Tax Paid receivable

(d) Other Advances - Unsecured, considered good

with AUDA

0.00

0.00

Prerna Infrabuild (in excess of 50% share in loan)

37.61

(e) Advance to vendors

13.91

11.37

(f) GST Credit

Company

85.17

135.01

Prerna Infrabuild (50% share)

0.04

(g) Other advance

26.53

3.21

(h) Accrued interest on FD

3.35

Total**131.18****189.42**

PRERNA INFRABUILD LIMITED

Notes forming part of the consolidated financial statements

(In Lakhs)

Particulars	As at 31 March, 2020		As at 31 March, 2019	
	Number of shares	Rupees	Number of shares	Rupees
Note: 12 Share Capital				
(a) Authorised 13000000 (P.Y. 8000000) Equity shares of Rs.10/- each with voting rights	130.00	1300.00	130.00	1300.00
(b) Issued, Subscribed and fully paid up 12042510 (P.Y.11652510) Equity shares of Rs.10/- each with voting rights	120.43	1204.25	120.43	1204.25
Refer Notes (i) to (viii) below	120.43	1204.25	120.43	1204.25
(a) Reconciliation of number of shares Shares outstanding as at 1st April,2019/1st April 2018	120.43		120.43	
Shares outstanding as at 31st March,20/31st March19	120.43		120.43	

(b) List of shareholding more than 5% of the total number of shares issued by the company:**Name of the shareholders**

Class of shares / Name of shareholder	As at 31 March, 2020		As at 31 March, 2019	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Sanket Vijay Shah HUF	18.06	15.00	18.06	15.00
Nalini Vijay Shah	18.06	15.00	18.06	15.00
Grishma Alkeshbhai Shah	9.90	8.22	9.90	8.22
Alkeshbhai S Shah	9.90	8.22	9.90	8.22
Vijay C Shah	7.30	6.06		

The company has issued only one class of shares having a par value of Rs.10/- each. Each shareholder of equity share is entitled to one vote per share.

PRERNA INFRABUILD LTD
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH,2020

Amount in Lakhs

Particulars	Equity Share Application	Equity Share Capital	Security Premim Account	Revaluation Reserve	General Reserve	Retained Earning	Total other equity
Balance as at 1st April 2019	0.00	1204.25	1032.25	0.54	232.46	793.65	2058.89
Add: Share application received	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Add: Profit during the year	0.00	0.00	0.00	0.00	0.00	0.77	0.77
Balance as at 31-03-2020	0.00	1204.25	1032.25	0.54	232.46	794.41	2059.66

See accompanying notes forming part of the financial statements In terms of our report attached.

For Vijay Chauhan & Associates
Chartered Accountants
 ICAI Firm Reg No: 136918W

For and on behalf of the Board of Directors

Sd/-

Proprietor
M.N. 156563
Place : Ahmedabad
Date : 30/05/2020

Sd/-

Chairman & M.D.
(Vijay C Shah)

Sd/-

Managing Director
(Sanket V Shah)

Sd/-

Whole-Time Director
(Nalini V Shah)

UDIN : 20156563AAAAAS1848

PRERNA INFRABUILD LIMITED
Notes forming part of the consolidated financial statements

Particulars	As at 31 March, 2020	As at 31 March, 2019
	Rs. in Lakhs	Rs. in Lakhs
Note 13 Other Equity		
(a) Securities Premium Account:	1032.25	1032.25
(b) Revaluation Reserve:	0.54	0.54
(c) General Reserve:		
Opening balance	232.46	232.46
Closing balance	232.46	232.46
(d) Surplus / (Deficit) in Statement of Profit and Loss:		
Opening balance	793.65	745.79
Add: Profit / (Loss) for the year	0.77	47.85
Closing balance	794.41	793.65
Total	2059.66	2058.89
Note 14 Other Long term liabilities		
(a) Secured car loan (Against hypothecation of car)	61.66	40.94
(b) Rent Depoist	13.72	13.72
(c) Unsecured loan: (50%) Share in Unsecured Loan of Prerna Infrabuild.	31.75	24.25
Total	107.13	78.91
Note 15 Other current liabilities		
(a) Secured car loan (Against hypothecation of car)	22.25	11.63
(b) Unsecured loan from director	157.50	
(a) Unpaid Dividends *	2.47	2.35
(b) Other payables:		
(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, GST, TDS etc.)	0.91	6.63
(ii) Advances from customers		
Prerna Rajvijay Tirth		0.00
Prerna Artika	378.81	472.58
(iii) Others (specify nature)		
Sundry Creditors		
Company	102.72	40.76
(50%) share in Prerna Infrabuild		92.62
Liability for Expenses	0.00	4.80
	664.66	631.37
* These amount represent warrants issued to the shareholders which remained unrepresented as on 31st March 2020		
Note 16 Short-term provisions		
(i) Provision for expenses	3.75	3.69
Total	3.75	3.69

PRERNA INFRABUILD LIMITED		
Notes forming part of the consolidated financial statements		
Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
	Rs. in Lakhs	Rs. in Lakhs
Note 17 Revenue from operations:		
(a) Sale of Shops/flat (Refer Note (i) below):	809.86	1602.09
(b) Interest from partnership firm		0.00
(c) other income from partnership firm	0.89	
(d) Construction labour income	165.25	
Total	976.01	1602.09
Note:		
(i) Sale of plots comprises:		
Sale of shop at Prerna Artika	607.86	1286.73
Sale of flat at "Prerna Rajvijay Scheme	202.00	264.61
(i) (50 % share) in Sale of flat at "Prerna Agam Scheme of M/s Prerna Infrabuild)		50.75
Total - Sale of manufactured goods	809.86	1602.09
Note 18 Other income		
(a) Interest income (Refer Note (i) below):	31.13	4.90
Prerna infrabuild (50% Share)	0.07	
(b) Dividend income:	0.00	0.00
Prerna infrabuild (50% Share)	0.06	
(c) Net gain on sale of:		
Current investments:		
Short Term Investment in Share & M.Fund without STT	22.95	83.56
Total	54.21	88.46
Note (i) Interest income comprises:		
Interest from banks on:		
-Fixed Deposits	31.13	04.90
Total - Interest income	31.13	04.90
(d) Other non-operating income comprises:		
Misc income	9.38	1.62
(50% share) in M/s Prerna Infrabuild	1.00	1.01
Total - Other non-operating income	10.38	2.63
Total - Other income (a+b+c+d)	64.59	91.09
Note 19. Cost of materials consumed:		
Opening Stock:		
Add: Purchases and other project Exp.	933.20	310.31
Add: Sales Return of units in Prerna Rajvijay Tirth		
Add: Prerna Aura plotting Exp	282.99	
	1216.19	310.31
Less: Closing stock	0.00	0.00
Cost of material consumed	1216.19	310.31
Material consumed comprises:		
Prerna Rajvijay Tirth		1.94
Prerna Aartika	933.20	302.97
Prerna Aavkar		
Total	933.20	304.91
Note 20 Purchase/sales return of finished goods		
Add: Sales Return of units in Prerna Rajvijay Tirth	29.39	636.05
Add: 50% sales return in Prerna Infrabuild	0.00	158.35
Total	29.39	794.40
Note 21.Changes in inventories of finished goods, work-in-progress and stock-in-trade:		
Inventories at the end of the year:		
Prerna Aura Plot		0.00

Work-in-progress		
Prerna Raj Vijay Tirth Project	354.73	288.35
Prerna Artika Project	1167.49	1036.96
Prerna Ashtamagal Project	188.10	0.00
(50 % share) in M/s Prerna Infrabuild -Firm	102.10	102.10
	1812.42	1427.40
Inventories at the beginning of the year:		
Prerna Aura Plot		
Work-in-progress		
Prerna Raj Vijay Tirth Project	288.35	0.00
Prerna Artika Project	1036.96	1686.45
(50 % share) in M/s Prerna Infrabuild -Firm	102.10	0.00
	1427.40	1686.45
Net (increase) / decrease	-385.01	259.05
Note 22 Employee benefits expense		
Directors Remuneration	54.30	72.00
Salaries and wages	19.68	57.80
Staff welfare expenses	0.55	0.05
Bonus	0.00	0.57
Leave Salary	0.00	0.37
Total	74.53	130.79
Note 23 Finance costs		
(a) Interest expense		
- Interest on car loan	6.08	4.57
- GST late fees and penalty	2.00	0.00
- Interest On TDS	0.32	0.00
Total	8.40	4.57
Note 24 Other expenses		
Insurance	4.56	5.33
Office Expenses	2.37	6.42
Printing and stationery	0.13	1.18
Advertisement Exps.	0.97	3.60
Business promotion	3.00	11.89
Legal and professional	7.91	9.93
Membership Fees	0.10	0.12
Miscellaneous expenses	0.15	0.25
Auditors Remuneration		
- statutory audit	0.50	0.50
- taxation matters	0.06	0.00
Bank Charges	0.57	0.13
Listing Fees	3.90	3.25
Demat Charges		0.02
Service tax Exp		0.08
Software exp	0.13	0.13
Security Expenses	0.13	2.28
Shilpalay Redevelopment Exp	1.50	10.28
Power and fuel	3.55	5.41
Repairs and maintenance - Others	0.58	0.40
Maintanance Charge		1.52
Travel Exp	2.06	2.91
Telephone exp	1.95	1.77
Brokerage on sale of flat		1.18
Internet exp	0.09	0.47
Auda Charges	1.08	3.84
Municipal tax	2.69	2.96
Rera Fees	0.00	1.94
Donation Exps.	0.13	0.60
Courier charges	0.00	0.03
Electricity charges	8.47	4.87
Sale deed registration charge	2.47	
GST &Service tax	0.04	0.53
Sundry balance w/off	0.00	1.76
Lease deed Exp	2.80	
Total	51.90	85.58

PRERNA INFRABUILD LIMITED			
Notes forming part of the consolidated financial statements			(In Lakhs)
Additional information to the financial statements			
	Particulars	As at 31 March, 2020	As at 31 March, 2019
		Rupees	Rupees
Note 25	Contingent liabilities and commitments (to the extent not provided for)		
(i)	Contingent liabilities		
(a)	Order of the Superintendent of Stamps, Gandhinagar is received by the company regarding stamp duty payable on amalgamation and transfer of ownership , which the company has not agreed to and want to chalange. Total amount as per order Rs.1331015/-. Company has provided Rs.400000/-.	9.31	9.31
(b)	Company has received the bill of Rs.1168852/- from Uttar Gujarat Vij Company Ltd towards use of electricity at site of Prerna Aura, Andej, Ta: Sanad, Dist: Ahmedabad. Company has went into appeal after paying Rs.350655/-.	8.18	8.18
Note 26 Additional information pursuant to the provisions of Schedule VI to the companies Act 1956			
	Particulars		
a	Value of imports calculated on CIF basis:	As at 31 March, 2020	As at 31 March, 2019
		Rupees	Rupees
	Raw materials, Components,Spare parts	NIL	NIL
b	Expenditure in foreign currency:	As at 31 March, 2020	As at 31 March, 2019
		Rupees	Rupees
	Since expenditure involves foreign currency but the original payment by the Company itself is in Rupees, no disclosure is made.	NIL	NIL
c	Details of consumption of imported and indigenous items *		
	Raw materials		
	Imported		
	Indigineous		
d	Earning in foreign currencies (on accrual basis)	As at 31 March, 2020	As at 31 March, 2019
		Rupees	Rupees
		NIL	NIL
Note 27 Disclosures under Accounting Standards 7 (Revised)			(In Lakhs)
	Particulars	As at 31 March, 2020	As at 31 March, 2019
		Rupees	Rupees
	Details of contract revenue and costs		
a	Contract Revenue	607.86	1286.73
b	Contract cost incurred	546.78	1104.47
c	Recognised profit and losses	61.08	182.25
d	Advance received	374.81	.00
e	Retention money	.00	.00
f	Gross amount due from Customers for contract work	.00	820.39
g	Gross amount due to Customers for contract work	.00	.00

PRERNA INFRABUILD LIMITED**Notes forming part of the consolidated financial statements****Note 28: Segment Reporting:**

Company has been carrying out construction activity and providing services of safe deposit vault. Since the business segment of safe deposit vault does not meet the basis criteria of treating the same as reportable segment, the management has decided to prepare the consolidated financial statement.

Note 29: Related party transactions**Details of related parties:**

Description of relationship	Names of related parties
Key Management Personal-Chairman	Vijay C Shah
Key Management Personal-Managing Director	Sanket Vijay Shah
Key Management Personal-Whole Time Director	Nalini V. Shah
Associated Enterprise	M/s Prerna Infrabuild

Note: Related parties have been identified by the Management.

Details of related party transactions during the year ended 31 March, 2020 and balances outstanding as at 31 March, 2020 (Rs. in Lakhs)

	KMP	Associated Enterprise	Total
Managerial Remuneration:			
Vijay C Shah	18.00		18.00
Sanket V Shah	18.13		18.13
Nalini V Shah	18.17		18.17
Loans taken			
Sanket V Shah	249.50		249.50
Vijay C Shah	284.45		284.45
Loans Repaid			
Sanket V Shah	92.00		92.00
Vijay C Shah	284.45		284.45
<u>Prerna Infrabuild</u>			
Net of Contribution in Prerna Infrabuild/withdrawl		101.14	101.14
Interest earned on capital		0.00	0.00
Profit/(loss) from firm		-2.77	-12.22

PRERNA INFRABUILD LIMITED

Notes forming part of the consolidated financial statements

(In Lakhs)

Note 30	Earnings Per Share		
	Net Profit after tax for the year has been used as the numerator and number of shares has been used as denominator for calculating the basic & diluted earning per share		
	PARTICULARS	31-Mar-2020	31-Mar-2019
		Rupees	Rupees
	Face Value Per Share	10	10
	Net Profit after Tax	0.77	47.85
	Weighted average Number of Shares	120.43	120.43
	Basic Earnings per Share	0.01	0.40
	Diluted Earnings per Share	0.01	0.40

Note 31	Micro, Small and Medium Enterprises Development Act, 2006
	In accordance with the Notification No. GSR 719 (E) dt 16.11.2007, issued by the Ministry of Corporate Affairs, certain disclosures are required to be made relating to Micro and Small Enterprises as defined under the Micro, Small and Medium Development Act 2006. The Company is in the process of compiling relevant information from its suppliers about their coverage under the said Act. Since the relevant information is still not available, no disclosures have been made in the accounts.

Note 32	Estimation of uncertainties relating to the global health pandemic - COVID-19:
	The Group has considered internal and certain external sources of information including economic forecasts and industry reports up to the date of approval of the financial statements in determining the impact on various elements of its financial statements. The Group has used the principles of prudence in applying judgments, estimates and assumptions and based on the current estimates, the Group expects to recover the carrying amount of trade receivables including unbilled receivables, investments and other assets. The eventual outcome of impact of the global health pandemic may be different from those estimated as on the date of approval of these financial statements, the group will continue to monitor developments to identify significant uncertainties in future periods, if any.

In terms of our report attached.

For Vijay Chauhan & Associates**Chartered Accountants**

ICAI Firm Reg No: 136918W

Proprietor**M.N. 156563****Place : Ahmedabad****Date : 30/05/2020****UDIN : 20156563AAAAAS1848****For and on behalf of the Board of Directors****Chairman & M.D.****(Vijay C Shah) Sd/-****Managing Director****(Sanket V Shah) Sd/-****Whole-Time Director****(Nalini V Shah) Sd/-****Place : Ahmedabad****UDIN : 20156563AAAAAS1848****Date : 30/05/2020**

Statement containing salient features of the financial statement of Subsidiaries/ associate companies/joint ventures

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part "A": Subsidiaries - None
Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates or Joint Ventures	Name1
1. Latest audited Balance Sheet Date	Perna Infrabuild
2.Date on which the Associate or Joint Venture was associated or acquired	31/12/2014
3.Shares of Associate or Joint Ventures held by the company on the year end	
No.	NA
Amount of Investment in Associates or Joint Venture	Rs. 4577521/-
Extent of Holding (in percentage)	50%
4.Description of how there is significant influence	50% partner
5.Reason why the associate/joint venture is not consolidated	NA
6. Net worth attributable to shareholding as per latest audited Balance Sheet	Rs.4577521/-
7. Profit or Loss for the year	Loss of Rs.554000/-
i. Considered in Consolidation	Loss Rs. 277000/-
ii. Not Considered in Consolidation	NA

- Names of associates or joint ventures which are yet to commence operations.: Nil
- Names of associates or joint ventures which have been liquidated or sold during the year.: Nil

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified”.

See accompanying notes forming part of the financial statements In terms of our report attached.

For, Vijay Chauhan & Associates
Chartered Accountants
ICAI Firm Reg No: 136918W

For, and on behalf of the Board of Directors
Chairman & M.D.
(Vijay C Shah)

Managing Director
(Sanket V Shah)

Whole-Time Director
(Nalini V Shah)

Proprietor M.N. 156563

Place : Ahmedabad

Date : 30/05/2020

UDIN : 20156563AAAAAS1848

Place : Ahmedabad

Date : 30/05/2020



PRERNA INFRABUILD LIMITED

Registered office:
'PRERNA', Survey No. 820/1,
In Lane of Panchvati Auto,
Opp. Anand Dham Derasar,
S.G. Highway, Makarba,
Ahmedabad - 380058.



Tel : 079 - 26925653
Email : info@prernagroup.com
Website: www.prernagroup.com



Doctor House - C .G Road



Prerna Tirth 1 - Satellite



Prerna Tirth 2 - Satellite



Prerna Arcade - C .G Road



Prerna Viraj 2 - Satellite



Prerna Arbour - C .G Road



Prerna Aagam - Satellite



Prerna Viraj 1 - Satellite



Prerna Shikhar - Bodakdev



Prerna Tirth Derasar

Sanket Vijay Varia Jain Bhavan At Satellite Build By Us.



Prerna Infrabuild Limited - Prahladhnagar

PRERNA DHAM AT SATELLITE





**Prerna Tirth Jain Derasar
& Upashray** (Satellite)



Doctor House
(Parimal Cross Road)



Prerna Arcade
(C. G. Road)



Prerna Shikhar
(Bodakdev)



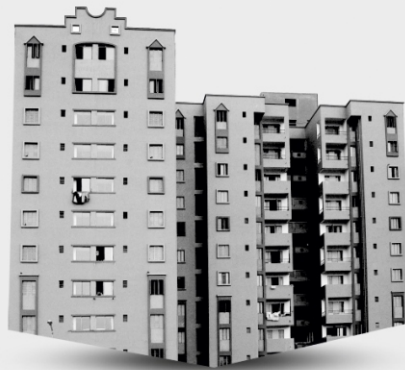
Prerna RajVijay Tirth
(Sanand)



Prerna Aartika
(Sanand)



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Prerna Viraj - 2
(Satellite)



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