

# PATIDAR BUILDCON LIMITED

Regd. Off. : Lati Bazar, Joravarnagar - 363 020. Dist. Surendranagar (Gujarat)  
E-mail : patidarbuildconltd@rocketmail.com CIN No. L99999GJ1989PTC058691

Mo. 98253 55961

Ref No. :

Dt :

## M/S. PATIDAR BUILDCON LIMITED

### FORMA

1	Name of the company	M/S. PATIDAR BUILDCON LIMITED
2	Annual Financial statement for the year ended	31 <sup>st</sup> March 2015
3	Type of observations	Unqualified
4	Frequency of observations	N.A.
5.	To be signed by:	
	Managing Director	 (MR. RAJNIKANT PATEL)
	CFO	 (MR. DHARMENDRA SHAH)
	Audit Committee (Chairman)	 (MR. NAVINCHANDRA PARMAR)
	Auditor of the Company	 (MR. CHINTAN DOSHI)

**PATIDAR BUILDCON LIMITED**

**TWENTY NINE ANNUAL REPORT**

**2014 - 2015**

**(CIN:L99999GJ1989PTC058691)**

**REGISTERED OFFICE:**

LATI BAZAR, JORAVARNAGAR  
DIST. SURENDRANAGAR, GUJARAT

**ANNUAL REPORT**

2014-15

**BOARD OF DIRECTORS:**

MR. RAJNIKANT PATEL	: Managing Director
MR. DHIRAJLAL PATEL	: Director
MR. NAVINCHANDRA PARMAR	: Independent Director
MR. ISHWARBHAI PATEL	: Independent Director
MRS. BHAVNABEN PATEL	: Director
MR. DHARMENDRA SHAH	: Chief Financial Officer



**AUDITORS:**

**M/S. K. C PARIKH & ASSOCIATES**

104, SHAIL, B/H GIRISH COLDRINKS,  
C. G. ROAD, AHMEDABAD- 380009

**REGISTRAR & SHARE TRANSFER AGENT:**

**ADROIT CORPORATE SERVICES PVT LTD.**

19/20 JAFERBHOY INDUSTRIAL ESTATE,  
IST FLOOR, MAKWANA ROAD, MAROL NAKA,  
ANDHERI (E), MUMBAI, MAHARASHTRA, 400059

**STOCK EXCHANGES WHERE THE SHARES OF THE**

**COMPANY ARE LISTED:**

- I. THE BOMBAY STOCK EXCHANGE LIMITED  
25TH FLOOR, P. J. TOWERS,  
DALAL STREET, FORT,  
MUMBAI – 400001
  
- II. AHMEDABAD STOCK EXCHANGE LTD  
KAMDHENU COMPLEX,  
OPP. SAHJANAND COLLEGE,  
PANJARAPOLE, AMBAWADI,  
AHMEDABAD- 380 015



**NOTICE**

\*\*\*\*\*  
Notice is hereby given that twenty-sixth Annual General Meeting of PATIDAR BUILDCON LIMITED will be held at Regd. Office at LATI BAZAR, JORAVARNAGAR, SURENDRANAGAR -363020 on 30th September, 2015 at 09.00 A.M. to transact the following business:  
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**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2015, including the audited Balance Sheet as at March 31, 2015, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors ('the Board') and Auditors thereon.
2. To appoint a Director in place of Mr. Dhirajlal Patel (DIN: 02082578), who retires by rotation, in terms of Section 152 (6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.
3. To ratify the appointment of Auditors and to fix their remuneration and in this regards pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013, and Rules framed there under, as amended from time to time, pursuant to recommendation of the Audit Committee of Board of Directors and pursuant to resolution passed by members at the AGM held on 30th September, 2014, the appointment of , M/s. K. C. Parikh & Associates, Chartered Accountants (Firm Registration No. 107550W), as Statutory Auditors of the company to hold office till consecutive period of four (4) financial years be and is hereby ratified at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

**SPECIAL BUSINESS:**

4. To consider and if thought fit to pass with or without modification, the following resolution as a Special Resolution:



RESOLVED THAT pursuant to section 94 and any other provisions of Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, approval of members be and is hereby accorded for the change of the place of keeping Statutory Registers & Annual returns of the Company from the registered office LATI BAZAR, JORAVARNAGAR, DIST. SURENDRANAGAR, GUJARAT 363020 to administrative and corporate office i.e. G-1205 TITANIUM CITY CENTRE, NEAR SEEMA HALL, ANANDNAGAR ROAD, SATELLITE, AHMEDABAD 380015.

**PLACE: SURENDRANAGAR  
DATE: 13/08/2015**

**BY ORDER OF THE BOARD OF DIRECTORS,  
FOR FATIDAR BUILDCON LIMITED**

\_\_\_\_\_  
MR. RAJNIKANT PATEL  
MANAGING DIRECTOR  
(DIN: 01218436)

**NOTES:**

1. A Member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of himself / herself and such proxy need not be a member of the company. Instrument of proxy in order to be effective must be received by the company not less than 48 hours before the meeting.
2. A Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
3. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, the Notice along with Explanatory Statement is being sent to all the members, whose names appear in the Register of Members / List of Beneficial Owners, received from NSDL / CDSL as on close of business hours on **FRIDAY, 14TH AUGUST, 2015**. The Notice along with Explanatory Statement is being sent to Members in electronic form to the email addresses registered with their Depository Participants (in case of electronic shareholding) / the Company's Registrar and Share Transfer Agents (in case of physical shareholding).



4. For Member: whose email IDs are not registered, physical copies of the Notice are being sent by permitted mode. The Members of the Company who have registered their email address are also entitled to receive such communication in physical form, upon request.
5. Pursuant to the provisions of Section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 23rd September, 2015 to Wednesday, 30th September, 2015 (both days inclusive) in connection with AGM.
6. As a measure of economy, Annual Report will not be distributed at the Meeting. So, members are requested to bring their copy of Annual Report with them to the Annual General Meeting.
7. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip at the Registration Counter at the AGM.
8. Information as required under clause 49 (VIII) (E) (1) of the Listing Agreement regarding appointment / reappointment of Directors are annexed hereto.
9. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of Listing Agreement, the Company is providing E-Voting facility to all the members whose names appear in the Register of Members / beneficial owners as on the Cut-Off Date i.e. 23RD SEPTEMBER, 2015, who may cast their vote by electronic mode on all resolutions in respect of business set forth in the notice through e-voting services provided by



CDSL, through their portal <http://www.evotingindia.com> in this regard, members are notified that (i) the company has completed the dispatch of Notice through permitted mode to all the members of the company individually along with the explanatory statement and (ii) voting through electronic means shall commence from 09.00 A.M. on 27TH SEPTEMBER, 2015 and end at 5:00 P.M. on 29TH SEPTEMBER, 2015. Please note that e-voting is optional. In case a member has voted through e-voting facility, he/she is not allowed to vote at the Venue of Annual General Meeting.

10. The Member who transfers his / her shares before the Cut-off date i.e. 23RD SEPTEMBER, 2015, is not eligible to vote to the extent of transfer made by him/ her, on the Resolutions mentioned in the Notice.
11. Any person who acquires the Shares of the Company after dispatch of the Notice of the General Meeting and holding the Shares on the Cut-off Date i.e. 23RD SEPTEMBER, 2015, may request to the Company on registered mail ID of the company i.e. [patidarbuildconltd@rocketmail.com](mailto:patidarbuildconltd@rocketmail.com) to obtain the User ID & Password.
12. The Results of E-voting along with the Scrutinizer's Report shall be declared and placed on the Company's website and on the website of CDSL <https://www.evotingindia.co.in> on or before 6:00 P.M. on 30TH SEPTEMBER, 2015 and communicated to the BSE Limited where the shares of the Company are listed.



**Explanatory Statement**

(Pursuant to section 102 of the Companies Act, 2013)

As required by section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 4 of the accompanying Notice:

**Item No. 4:**

Chairman informed the members that it is not administratively feasible to keep and maintain statutory registers & Annual returns at register office of the Company i.e. LATI BAZAR, JORAVARNAGAR, DIST. SURENDRANAGAR, GUJARAT 363020. Hence, it was thought for better convenience to keep and maintain statutory registers & Annual returns at administrative and corporate office situated at G-1205 TITANIUM CITY CENTRE, NEAR SEEMA HALL, ANANDNAGAR ROAD, SATELLITE, AHMEDABAD and pursuant to section pursuant to section 94 and any other provisions of Company's Act, 2013 read with Companies (Management and Administration) Rules, 2014 special resolution is required.

Your Directors accordingly recommend for the change of the place of keeping Statutory Registers & Annual returns of the Company as set out in the enabling resolution at Item No. 5 for the approval of the members.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5

**PLACE: SURENDRANAGAR  
DATE: 13/08/2015**

**BY ORDER OF THE BOARD OF DIRECTORS,  
FOR PATIDAR BUILDCON LIMITED**

**MR. RAJNIKANT PATEL  
MANAGING DIRECTOR  
(DIN: 01218436)**

**Information pursuant to Clause 49 of the Listing Agreement with regard to Directors seeking appointment / re-appointment as the forthcoming Annual General Meeting**

**> MR. DHIRAJLAL PATEL (DIN: 02082578)  
NON EXECUTIVE DIRECTOR**

Mr. Dhirajlal Patel is a director of the Company from 7 years and has experience of 10 to 15 years in real estate business and has degree of bachelor of Commerce. Mr. Dhirajlal Patel is not been director in any other Director and chairman / member of Board Committees of other companies.

Shareholding in the Company: 424000 Shares.



**THE INSTRUCTIONS FOR E-VOTING:**

**SECTION A - E-VOTING PROCESS:**

- (i) The voting period begins on 27TH SEPTEMBER, 2015 FROM 09:00 A.M. TO 29TH SEPTEMBER, 2015 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 14TH AUGUST, 2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DPID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:



**Information pursuant to Clause 49 of the Listing Agreement with regard to Directors seeking appointment / re-appointment as the forthcoming Annual General Meeting**

**> MR. DHIRAJLAL PATEL (DIN: 02082578)  
NON EXECUTIVE DIRECTOR**

Mr. Dhirajlal Patel is a director of the Company from 7 years and has experience of 10 to 15 years in real estate business and has degree of bachelor of Commerce. Mr. Dhirajlal Patel is not been director in any other Director and chairman / member of Board Committees of other companies.

Shareholding in the Company: 424000 Shares.

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>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.</li> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>



- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) 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.
- (xi) For Members holding shares in physical form, the details can be used only for evoting on the resolutions contained in this Notice.
- (xii) Click on the EVSN i.e. "150810018 for the relevant Company Name i.e. PATIDAR BUILDCON LIMITED on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.



**(xix) Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)



**SECTION B - COMMENCEMENT OF E-VOTING PERIOD AND OTHER E-VOTING**

**INSTRUCTIONS:**

- i. The E-Voting period commences on 27TH SEPTEMBER, 2015 (09:00 A.M.) and ends on 29TH SEPTEMBER, 2015 (5:00 P.M.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on Cut-off date i.e. 23RD SEPTEMBER, 2015 may cast their vote electronically. The e-Voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- ii. The voting rights of shareholders shall be in proportion to their shares of the Paid Up Equity Share Capital of the Company.
- iii. CS Anish Shah, Practising Company Secretary (Membership No.: FCS 4713; CP No: 6560) (Address: D- 413, Shiromani Complex, Opp. Ocean Park, S.M. Road, Satellite, Ahmedabad – 380 015, Gujarat, India) has been appointed as the Scrutinizer to scrutinize the e-Voting process.
- iv. The Scrutinizer shall, within a period not exceeding three (3) working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any and submit forth with to the Chairman of the Company.
- v. The Results shall be declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL <https://www.evotingindia.co.in> on or before 6:00 P.M. on 30TH SEPTEMBER, 2015 and communicated to the BSE Limited and Ahmedabad Stock Exchange of India Limited, where the shares of the Company are listed.
- vi. The resolutions shall be deemed to be passed on the date of the Annual General Meeting, subject to receipt of sufficient votes.
- vii. For Members holding shares in physical form, the password and default number can be used only for e-Voting on the resolutions given in the notice.



- viii. Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates, link their account which they wish to vote on and then cast their vote. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). They should also upload a scanned copy of the Board Resolution / Power of Attorney (POA) which they have issued in favor of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the vote.
- ix. You can also update your mobile number and E-mail ID in the user profile details of the folio which may be used for sending communication(s) regarding CDSL e-Voting system in future. The same may be used in case the Member forgets the password and the same needs to be reset.
- x. The Members are requested to pay attention to the matter that once he / she has exercised his / her right then he / she shall not be allowed to change his / her vote subsequently in any case.
- xi. 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](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).



To,  
The Members;

**PATIDAR BUILDCON LIMITED**

Your Directors have pleasure in presenting their Twenty Sixth Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2015.

**1. PERFORMANCE OF THE COMPANY: (Standalone)**

The Board's Report is to prepared based on the stand alone financial statements of the company.

<b>Particulars</b>	<b>2014-2015</b>	<b>2013-14</b>
Sales	153.88	309.79
Other income	7.43	2.60
Depreciation	0.27	0.24
Other expenses	152.21	15.95
Profit/ Loss before Tax	8.28	23.82
Profit/Loss after Tax	5.87	16.37

During the year company could not achieve reasonable level of growth in terms of turnover as well as in terms of the profit due to slow down in the field of real estate business; Company has diversified and expanded its activities in various types of trading business. The company will try to achieve the performance as previous year in terms of turnover in next year by making more initiative in the activities of the company.

**2. DIVIDEND:**

With a view to enlarge the business operations of the Company, the directors did not recommend any Dividend for the Year under review.

**3. DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

MR. DHIRAJLAL PATEL, Director of the Company retire by rotation at the forthcoming Annual General Meeting and being eligible, offer themselves for reappointment.

During the year, MR. ISHWARBHAI PATEL & MR. NAVINCHANDRA PARMAR have been appointed as an Independent Directors for term of Five years with effect from 30th September, 2014. Further, MRS. BHAVANBEN PATEL has been appointed as Women Director with effect from 30th September, 2014.



The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under sub-section 6 of Section 149 of the Companies Act, 2013 and under clause 49 of the Listing Agreement which is hereby enclosed as "Annexure I".

Also, MR. RAJNIKANT PATEL & MR. DHARMENDRA SHAH have been appointed Managing Director & Chief Financial Officer with effect from 14th August, 2014 respectively.

**4. MEETINGS:**

During the year Six Board Meetings and Five Audit Committee Meetings were convened and held. The dates on which the said Board meetings were held:

May 29, 2014, 08 July, 2014, August 14, 2014, November 08, 2014, February 14, 2015 & March 26, 2015.

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

**5. COMMITTEES:**

The company has several committees which have been established as a part of best corporate governance practices and are in compliance with the requirements of the relevant provisions of applicable laws and statutes.

The Board has constituted following Committees.

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholder's Relationship Committee
- Share Transfer Committee

The details with respect to the compositions, powers, roles, terms of reference etc. of relevant committees are given in detail in the 'Report on Corporate Governance' of the company which forms part of this Annual Report.

**6. EXTRACTS OF ANNUAL RETURN:**

Pursuant to sub-section 3(a) of Section 134 and sub-section (3) of Section 92 of the Companies Act 2013, read with Rule 12 of the Companies (Management and Administration) Rules, 2014 the extracts of the Annual Return as at March 31, 2015 forms part of this report as "Annexure II".



**7. STATUTORY AUDITORS & AUDIT REPORT:**

M/s K. C. PARIKH & Associates, (Firm Registration No. 107550W), Chartered Accountants, have been appointed as statutory auditors of the company at the twenty eight Annual General Meeting held on September 30, 2014 to hold office from the conclusion of twenty eight Annual General Meeting (AGM) till the conclusion of the thirty three Annual General Meeting of the Company, subject to ratification by the shareholders annually. Accordingly, ratification of appointment of Statutory Auditors is being sought from the members of the company at the ensuing AGM. In this regard, the Company has received a certificate from the auditors to the effect that if their appointment is ratified, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013. Auditors comments on your company's accounts for year ended March 31, 2015 are self explanatory in nature and do not require any explanation as per provisions of Section 134(3)(f) of the Companies Act, 2013.

There were no qualifications, reservation or adverse remark or disclaimer made by Statutory Auditor in its report.

**8. INTERNAL AUDIT & CONTROLS:**

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

**9. SECRETARIAL AUDITORS AND SECRETARIAL AUDIT REPORT:**

Pursuant to Section 204 of the Companies Act, 2013, your company had appointed M/s. A. Shah & Associates, Practising Company Secretaries, Ahmedabad, as its Secretarial Auditors to conduct the Secretarial Audit of the company for FY 2014-15. The Report of the Secretarial Auditor for the FY 2014-15 is annexed to this report as "Annexure III".

Secretarial Auditors have qualified their report to the Members of the Company & in this connection; the Board of Directors of the Company has discussed the same at arm's length and agreed to take the corrective steps on following Qualifications:



1. *Company has not complied with clause 41(III) & Clause 41 (VI) for all the quarters of the financial year 2014-15.*
2. *Company is listed on Ahmedabad Stock Exchange (ASE) but no statutory compliance are done with the stock Exchange pursuant to Listing Agreement, Depository Act and any other Act's compliance as required to be done with a Stock Exchange.*
3. *Company is yet to comply with Clause 47(a) of Listing Agreement.*
4. *Company is not in compliance with to Section 203 (1) (ii) of Company's Act, 2013*

Secretarial Auditor report (MR-3) is self explanatory and therefore do not call for any further comments.

#### **10. BOARD EVALUATION:**

Board of directors of the Company evaluated performance of independent directors as well as board as whole. On the basis of criteria laid down by the Nomination and Remuneration Committee and it was framed that overall performance and contribution of directors of the Company are satisfactorily and they are making their best efforts for the advancement of the Company.

#### **11. FIXED DEPOSITS:**

Your company has not accepted any fixed deposits from the public within the provisions of Section 73 to 76 of the Companies Act, 2013. Hence, the disclosures required as per Rule 8(5)(v)&(vi) of the Companies (Accounts) Rules, 2014, read with Section 73 to 76 of the Companies Act, 2013 are not applicable to your Company.

#### **12. CORPORATE GOVERNANCE:**

The Company believes that good Corporate Governance is a continuous process and it is our continuous endeavor to achieve good governance, by way of a *conscious and conscientious effort* whereby ensuring the truth, transparency, accountability and responsibility in all our dealings with all our stakeholders.

A separate section on Corporate Governance Standards followed by your company, as stipulated under amended Clause 49 of the Listing Agreement is enclosed as Annexure to this Report. The Report on Corporate Governance also contains certain disclosures required under Companies Act, 2013.



A certificate from M/S. A. SHAH & ASSOCIATES, Practising Company Secretaries, conforming compliance to the conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement, is annexed to this Report.

**13. VIGIL MECHANISM:**

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at [www.patidarbuildconlimited.com](http://www.patidarbuildconlimited.com) under investors/policy documents/Whistle Blower Policy link.

**14. CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION:**

(a) Conservation of energy:

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

(b) Technology absorption:

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



**15. FOREIGN EXCHANGE EARNINGS / OUTGO:**

As the Company has not carried out any activities relating to the export and import during the financial year. There is no foreign exchange expenses and foreign income during the financial year.

**16. NOMINATION AND REMUNERATION POLICY:**

The Board has on the recommendation of Nomination and Remuneration / Compensation Committee framed a policy on directors' appointment and remuneration of Directors including criteria for determining qualification, positive attributes, independence of directors and remuneration for Directors, Key Managerial Personnel and other employees. The policy is annexed to this report as "Annexure IV".

**17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

All related party transactions that were entered during the financial year were in ordinary course of the business of the company and were on arm's length basis. There were no materially significant related party transactions entered by the Company with Promoters, Directors, Key Managerial Personnel or other persons which may have a potential conflict with the interest of the company.

All such Related Party Transactions are placed before the Audit Committee for approval.

The policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions as approved by the Audit Committee and the Board of Directors is has been uploaded on the website of the Company at [www.patidarbuildconlimited.com](http://www.patidarbuildconlimited.com) under investors/policy documents/ Related Party Transaction Policy

The particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 is disclosed in Form No. AOC-2. "Annexure V".

**18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:**

In terms of provisions of Section 134(3)(g), the Particulars of Loans, Guarantees or Investments under Section 186, is annexed hereto as "Annexure VI" and forms part of this Report.



**19. PARTICULARS OF EMPLOYEES REMUNERATION:**

- A. The ratio of the remuneration of each director to the median employee's remuneration and other details 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, are forming part of this report as "Annexure VII".
- B. The statement containing particulars of employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not provided as no employee is paid remuneration of Rs. 5 Lac Per month if employed for part of the year and Rs. 60 Lacs Per Annum if employed for the whole year.

**20. HUMAN RESOURCES:**

Your Company treats its "human resources" as one of its most important assets. Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

**21. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

**22. CHANGE IN NATURE OF THE BUSINESS:**

There has been no change in the nature of business of the company during the year under review.

**23. MANAGEMENT DISCUSSION AND ANALYSIS:**

As per Clause 49 of listing agreement with the Stock Exchanges, a separate section on Management Discussion and Analysis outlining the business of the Company is set out in Annexure forming part of this Report.

**24. SIGNIFICANT OR MATERIAL ORDERS AGAINST COMPANY:**

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



**25. DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to requirement under 134(3)(c) of the Companies Act, 2013 (Act), Directors, confirm that:

- (a) in the preparation of the annual accounts for the year ended on 31st March, 2015, the applicable accounting standards read with requirement set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- (b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2015 and of the profit of the company for the year ended on that date;
- (c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the Directors had prepared the annual accounts on a going concern basis;
- (e) the Directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively and
- (f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

**26. ACKNOWLEDGEMENT:**

Your Directors wish to place on record their gratitude and sincere appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review.

Your Directors would like to express a profound sense of appreciation for the commitment shown by the employees in supporting the Company in its continued robust performance on all fronts.

**PLACE: SURENDRANAGAR**

**DATE: 13/08/2015**

**BY ORDER OF THE BOARD OF DIRECTORS,  
FOR PATIDAR BUILDCON LIMITED**

---

**MR. RAJNIKANT PATEL  
MANAGING DIRECTOR  
(DIN: 01218436)**



**Annexure I**

**DECLARATION OF INDEPENDENCE**

01st April, 2015

TO,

**PATIDAR BUILDCON LIMITED**

LATI BAZAR, JORAVARNAGAR

DIST. - SURENDRANAGAR

GUJARAT- 363020

**Sub: Declaration of independence under clause 49 of the Listing Agreement and subsection (6) of section 149 of the Companies Act, 2013.**

Dear Sir,

I, MR. NAVINCHANDRA PARMAR, hereby certify that I am a Non-executive Independent Director of PATIDAR BUILDCON LIMITED, LATI BAZAR, JORAVARNAGAR DIST. -SURENDRANAGAR GUJARAT-363020 and comply with all the criteria of independent director as envisaged in Clause 49 of the Listing Agreement and the Companies Act, 2013.

- I possess relevant expertise and experience to be an independent director in the Company;
- I am/was not a promoter of the company or its holding, subsidiary or associate company;
- I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
- Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
- none of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;



- Neither me nor any of my relatives:
  - a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;
  - b) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;
  - c) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
  - d) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
  - e) holds together with my relatives 2% or more of the total voting power of the company; or
  - f) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or
- I am not a material supplier, service provider or customer or a lessor or lessee of the company;
- I am not less than 21 years of age.

#### **Declaration**

I undertake that I shall seek prior approval of the Board if and when I have any such relationship / transactions, whether material or non-material. If I fail to do so I shall cease to be an independent director from the date of entering in to such relationship / transactions.

Further, I do hereby declare and confirm that the above said information's are true and correct to the best of my knowledge as on the date of this declaration of independence and I shall take responsibility for its correctness and shall be liable for fine if any imposed on the Company, its directors, if the same found wrong or incorrect in future.

I further undertake to intimate immediately upon changes, if any, to the Company for updating of the same.

Thanking you,  
Yours faithfully,

**MR. NAVINCHANDRA PARMAR**  
**BAPA SITARAMNAGAR,**  
**BEHIND T.B. HOSPITAL,**  
**SURENDRANAGAR - 363001**  
**(DIN 06558536)**



**DECLARATION OF INDEPENDENCE**

01st April, 2015

TO,

**PATIDAR BUILDCON LIMITED**

LATI BAZAR, JORAVARNAGAR

DIST. – SURENDRANAGAR

GUJARAT- 363020

**Sub: Declaration of independence under clause 49 of the Listing Agreement and subsection(6) of section 149 of the Companies Act, 2013.**

Dear Sir,

I, MR. ISHWARBHAI PATEL, hereby certify that I am a Non-executive Independent Director of PATIDAR BUILDCON LIMITED, LATI BAZAR, JORAVARNAGAR DIST. – SURENDRANAGAR GUJARAT- 363020 and comply with all the criteria of independent director as envisaged in Clause 49 of the Listing Agreement and the Companies Act, 2013.

**I certify that:**

- I possess relevant expertise and experience to be an independent director in the Company;
- I am/was not a promoter of the company or its holding, subsidiary or associate company;
- I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
- Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
- none of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- Neither me nor any of my relatives:
  - a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;



- b) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;
  - c) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
  - d) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
  - e) holds together with my relatives 2% or more of the total voting power of the company; or
  - f) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or
- I am not a material supplier, service provider or customer or a lessor or lessee of the company;
  - I am not less than 21 years of age.

#### Declaration

I undertake that I shall seek prior approval of the Board if and when I have any such relationship / transactions, whether material or non-material. If I fail to do so I shall cease to be an independent director from the date of entering in to such relationship / transactions.

Further, I do hereby declare and confirm that the above said information's are true and correct to the best of my knowledge as on the date of this declaration of independence and I shall take responsibility for its correctness and shall be liable for fine if any imposed on the Company, its directors, if the same found wrong or incorrect in future.

I further undertake to intimate immediately upon changes, if any, to the Company for updating of the same.

Thanking you,  
Yours faithfully,

---

**MR. ISHWARBHAI PATEL**  
**55, VISHVAKUNJ SOCIETY,**  
**RATANPAR, 363020, GUJARAT**  
**(DIN 06558898)**



**Annexure II**

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

**As on financial year ended on 31.03.2014**

**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1)  
of the Company**

**(Management & Administration) Rules, 2014**

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	L99999GJ1989PTC058691
2.	Registration Date	16/05/1989
3.	Name of the Company	PATIDAR BUILDCON LIMITED
4.	Category/Sub-category of the Company	Category-COMPANY LIMITED BY SHARES Sub-category - NDIAN NON- GOVERNMENT COMPANY
5.	Address of the Registered office & contact details	LATI BAZAR, JORAVARNAGAR DIST. - SURENDRANAGAR GUJARAT, INDIA - 363020 MOBILE NO: 98794 89596 EMAIL - patidarbuildconltd@hotmail.com
6.	Whether listed company	YES, ON BSE LIMITED & AHMEDABAD STOCK EXCHANGE LIMITED
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	ADROIT CORPORATE SERVICES PVT LTD. 19/20 JAFERBHOY INDUSTRIAL ESTATE, 1ST FLOOR, MAKWANA ROAD, MAROL NAKA, ANDHERI (E), MUMBAI, MAHARASHTRA, 400059 Tele: 022- 28596060, 28594060 Fax: 022-28503748



**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
1	Books	476	17.70%
2	Shares	661	20.36%
3	Timber	475	17.75%
4	Oil	192	26.34%
5	Property Sales	410	17.36%



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

**Category-wise Share Holding**

Category of Shareholder	No. of Shares held at the beginning of the year (as on April 1, 2014 i.e. on the basis of SHP of March 31, 2014)				No. of Shares held at the end of the year (as on March 31, 2015 i.e. on the basis of SHP of March 31, 2015)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters/Promoters Group</b>									
(1) Indian									
a) Individual/HUF	1154000	-	1154000	20.98	1154000	-	1154000	20.98	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt. (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	-	-	-	-	-	-	-	-	-
e) Bank - FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total(A)(1):</b>	<b>1154000</b>	<b>-</b>	<b>1154000</b>	<b>20.98</b>	<b>1154000</b>	<b>-</b>	<b>1154000</b>	<b>20.98</b>	<b>-</b>
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total(A)(2):</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>1154000</b>	<b>-</b>	<b>1154000</b>	<b>20.98</b>	<b>1154000</b>	<b>-</b>	<b>1154000</b>	<b>20.98</b>	<b>-</b>



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

<b>B. Public Shareholding</b>										
<b>1. Institutions</b>										
a) Mutual Funds	-	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-	-
i-1) Foreign Financial Institution	-	-	-	-	-	-	-	-	-	-
i-2) Trust	-	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1)-</b>	-	-	-	-	-	-	-	-	-	-
<b>2. Non-institutional</b>										
<b>a) Bodies Corporate</b>										
i) Indian	1196942	308000	1504942	27.36	879532	307700	1187232	21.58	-6.08	
ii) Overseas	-	-	-	-	-	-	-	-	-	-
<b>b) Individuals</b>										
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	121354	197670	319024	5.05	382316	188170	570486	10.17	5.29	
ii) Individual shareholders holding nominal share capital in	1129594	1237000	2366594	43.02	1474295	1087000	2561295	46.56	3.54	



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

excess of Rs 1 lakh									
c) Others (specify)									
NR1					800		800	0.01	0.01
Clearing Members	156010	-	156010	2.84	26757	-	26757	0.49	-2.35
Sub-total (B)(2):-	2603900	1742670	4346570	79.02	2763700	1582870	4346570	79.02	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	2603900	1742670	4346570	79.02	2763700	1582870	4346570	79.02	-
C. Shares held by Custodian for GDRs & ADRs (C)									
Grand Total (A+B+C)	3757900	1743570	5500570	100	3917700	1582870	5500570	100	-



B) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year (as on April 1, 2014 i.e. on the basis of SHP of March 31, 2014)			Shareholding at the end of the year (as on March 31, 2015 i.e. on the basis of SHP of March 31, 2015)			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	BHAVNABEN DHIRAJLAL PATEL	200000	3.64	-	200000	3.64	-	-
2	DHIRAJLAL RAMJIBHAI PATEL	424000	7.71	-	424000	7.71	-	-
3	PRAVINABEN R PATEL	100000	1.82	-	100000	1.82	-	-
4	RAJNIKANT RAMJIBHAI PATEL	205000	3.73	-	205000	3.73	-	-
5	RAMJIBHAI BHIMJIBHAI PATEL	225000	4.09	-	225000	4.09	-	-



%  
chang  
e in  
share  
holdin  
g  
during  
the  
year

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

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	No Changes			
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	No Changes			
	At the end of the year	No Changes			



**D) Shareholding Pattern of top ten Shareholders:**

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

Sr. No	Name of the Shareholder - Tradeswift Broking Private Limited	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	<b>At the beginning of the year i.e. 01<sup>st</sup> April, 2014</b>	125020	2.27	125020	2.27
	Decrease in shareholding as on 18/07/2014 due to transfer	(125000)	(2.27)	20	0.00
	Increase in shareholding as on 06/03/2015 due to acquisition	25000	0.45	25020	0.45
	Decrease in shareholding as on 13/03/2015 due to transfer	(13961)	(0.25)	11059	0.20
	Increase in shareholding as on 20/03/2015 due to acquisition	18961	0.34	30020	0.55
	Decrease in shareholding as on 31/03/2015 due to transfer	(10000)	(0.18)	-	-
	Increase in shareholding as on 31/03/2015 due to acquisition	10000	0.18		
	<b>At the end of the year i.e. 31<sup>st</sup> March, 2015</b>	-	-	30020	0.18

Sr. No	Name of the Shareholder - JSEL Securities Ltd (002)*	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
2	<b>At the beginning of the year i.e. 01<sup>st</sup> April, 2014</b>	121000	2.20	121000	2.20
	(-) Decrease in shareholding as on 12/09/2014 due to transfer	(121000)	(2.20)	-	-
	<b>At the end of the year i.e. 31<sup>st</sup> March, 2015</b>	-	-	-	-



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

Sr. No	Name of the Shareholder - Hem Securities Limited	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
3	<b>At the beginning of the year i.e. 01<sup>st</sup> April, 2014</b>	120000	2.18	120000	2.18
	- Decrease in shareholding as on 04/04/2014 due to transfer	(32379)	(0.59)	87621	1.59
	- Decrease in shareholding as on 09/05/2014 due to transfer	(25)	(0.00)	87596	1.59
	+ Increase in shareholding as on 06/06/2014 due to acquisition	5	0.00	87601	1.59
	- Decrease in shareholding as on 30/06/2014 due to transfer	(60000)	(1.09)	27601	0.50
	- Decrease in shareholding as on 18/07/2014 due to transfer	(26771)	(0.49)	830	0.02
	+ Increase in shareholding as on 01/08/2014 due to acquisition	50	0.00	880	0.02
	- Decrease in shareholding as on 22/08/2014 due to transfer	(25)	(0.00)	855	0.02
	- Decrease in shareholding as on 05/09/2014 due to transfer	(262)	(0.00)	593	0.01
	- Decrease in shareholding as on 19/09/2014 due to transfer	(248)	(0.00)	345	0.01
	- Decrease in shareholding as on 30/09/2014 due to transfer	(200)	(0.00)	145	0.00
	- Decrease in shareholding as on 16/01/2015 due to transfer	(100)	(0.00)	45	0.00
	- Decrease in shareholding as on 31/03/2015 due to transfer	(15)	(0.00)	-	-
	<b>At the end of the year i.e. 31<sup>st</sup> March, 2015</b>	-	-	30	0.00



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

Sr. No	Name of the Shareholder - Zuari Investments Ltd	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
4	<b>At the beginning of the year i.e. 01<sup>st</sup> April, 2014</b>	250000	4.54	250000	4.54
	- Decrease in shareholding as on 18/04/2014 due to transfer	-125000	-2.27	125000	2.27
	+ Increase in shareholding as on 16/05/2014 due to acquisition	200	0.00	125200	2.28
	- Decrease in shareholding as on 30/05/2014 due to transfer	-150	0.00	125050	2.27
	- Decrease in shareholding as on 06/06/2014 due to transfer	-125000	-2.27	50	0.00
	+ Increase in shareholding as on 04/07/2014 due to transfer	27	0.00	77	0.00
	- Decrease in shareholding as on 11/07/2014 due to transfer	-77	(0.00)	0	0.00
	+ Increase in shareholding as on 01/08/2014 due to transfer	101	0.00	101	0.00
	- Decrease in shareholding as on 29/08/2014 due to transfer	-101	(0.00)	0	0.00
	+ Increase in shareholding as on 12/09/2014 due to acquisition	51	0.00	51	0.00
	- Decrease in shareholding as on 19/09/2014 due to transfer	-51	(0.00)	0	0.00
	+ Increase in shareholding as on 28/11/2014 due to acquisition	71	0.00	71	0.00
	- Decrease in shareholding as on 05/12/2014 due to transfer	-71	(0.00)	0	0.00
	<b>At the end of the year i.e. 31st March, 2015</b>	-	-	0	0.00



Sr. No	Name of the Shareholder - Dayalal Jivrajbhai Patel	Shareholding at the beginning of the year 2014-15		Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
5	<b>At the beginning of the year i.e. 01<sup>st</sup> April, 2014</b>	100000	1.82	100000	1.82
	- Decrease in shareholding as on 12/12/2014 due to transfer	(10382)	(0.19)	89618	1.63
	- Decrease in shareholding as on 19/12/2014 due to transfer	(757)	(0.01)	88861	1.62
	- Decrease in shareholding as on 31/12/2014 due to transfer	(1000)	0.02	87861	1.60
	<b>At the end of the year i.e. 31<sup>st</sup> March, 2015</b>	.	.	87861	1.60



Sr. No	Name of the Shareholder - Ultra Education Private Limited	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
6	<b>At the beginning of the year i.e. 01<sup>st</sup> April, 2014</b>	400000	7.27	400000	7.27
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	N.A	N.A	N.A	N.A
	<b>At the end of the year i.e. 31<sup>st</sup> March, 2015</b>	-	-	400000	7.27



Sr. No	Name of the Shareholder - Mushkan Vinimay Pvt. Ltd.	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
7	<b>At the beginning of the year i.e. 01<sup>st</sup> April, 2014</b>	300000	5.45	300000	5.45
	<b>Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):</b>	N.A	N.A	N.A	N.A
	<b>At the end of the year i.e. 31<sup>st</sup> March, 2015</b>	-	-	300000	5.45



Sr. No	Name of the Shareholder - Sanjay Chandak	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
8	<b>At the beginning of the year i.e. 01<sup>st</sup> April, 2014</b>	-	-	-	-
	+ Increase in shareholding as on 06/06/2014 due to acquisition	125000	2.27	125000	2.27
	- Decrease in shareholding as on 31/12/2014 due to transfer	(1000)	(0.02)	-	-
	<b>At the end of the year i.e. 31<sup>st</sup> March, 2015</b>	-	-	124000	2.25



Sr. No	Name of the Shareholder - Sunita Chandak	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
9	<b>At the beginning of the year i.e. 01<sup>st</sup> April, 2014</b>	-	-	-	-
	+ Increase in shareholding as on 18/04/2014 due to acquisition	125000	2.27	125000	2.27
	- Decrease in shareholding as on 13/03/2015 due to transfer	(5000)	(0.09)	120000	2.18
	- Decrease in shareholding as on 20/03/2015 due to transfer	(6000)	(0.11)	-	-
	<b>At the end of the year i.e. 31<sup>st</sup> March, 2015</b>	-	-	114000	2.07



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

Sr. No	Name of the Shareholder - Maverick Share Brokers Limited	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
10	<b>At the beginning of the year i.e. 01<sup>st</sup> April, 2014</b>	7390	0.13	7390	0.13
	+ Increase in shareholding as on 4/04/2014 due to acquisition	125	0.00	7515	0.14
	+ Increase in shareholding as on 09/05/2014 due to acquisition	12475	0.23	19990	0.36
	- Decrease in shareholding as on 30/05/2014 due to transfer	(9100)	(0.17)	10890	0.20
	- Decrease in shareholding as on 06/06/2014 due to transfer	(400)	(0.01)	10490	0.19
	+ Increase in shareholding as on 04/07/2014 due to acquisition	50	0.00	10540	0.19
	- Decrease in shareholding as on 31/10/2014 due to transfer	(3000)	(0.05)	7540	0.14
	- Decrease in shareholding as on 07/11/2014 due to transfer	(75)	(0.00)	7465	0.14
	+ Increase in shareholding as on 28/11/2014 due to acquisition	1500	0.03	8965	0.16
	+ Increase in shareholding as on 12/12/2014 due to acquisition	34260	0.62	43225	0.79
	+ Increase in shareholding as on 19/12/2014 due to acquisition	55666	1.01	98891	1.80
	+ Increase in shareholding as on 09/01/2015 due to acquisition	15344	0.28	114235	2.08
	+ Increase in shareholding as on 16/01/2015 due to acquisition	10000	0.18	124235	2.26
	+ Increase in shareholding as on 23/01/2015 due to acquisition	27310	0.50	151545	2.76
	+ Increase in shareholding as on 30/01/2015 due to acquisition	1000	0.02	152545	2.77
	+ Increase in shareholding as on 06/02/2015 due to acquisition	4055	0.07	156600	2.85
	- Decrease in shareholding as on 13/02/2015 due to transfer	(4275)	(0.00)	152325	2.77
	+ Increase in shareholding as on 20/02/2015 due to acquisition	1382	0.03	153707	2.79
	+ Increase in shareholding as on 27/02/2015 due to acquisition	5204	0.09	158911	2.89
	- Decrease in shareholding as on 06/03/2015 due to transfer	(19753)	(0.36)	139158	2.53
	- Decrease in shareholding as on 13/03/2015 due to transfer	(19080)	(0.35)	120078	2.18
	+ Increase in shareholding as on 20/03/2015 due to acquisition	2365	0.04	122443	2.23
	- Decrease in shareholding as on 27/03/2015 due to transfer	(19990)	(0.36)	102453	1.86
	- Decrease in shareholding as on 31/03/2015 due to transfer	(500)	(0.01)	-	-
	<b>At the end of the year i.e. 31<sup>st</sup> March, 2015</b>	-	-	101953	1.85



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

Sr. No.	Name of the Shareholder - Dharmosh D Patel	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
11	At the beginning of the year i.e. 01 <sup>st</sup> April, 2014	100000	1.82	100000	1.82
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	N/A	N/A	N/A	N/A
	At the end of the year i.e. 31 <sup>st</sup> March, 2015	-	-	100000	1.82

Sr. No.	Name of the Shareholder - Dilipkumar Dipabhai Patel	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
12	At the beginning of the year i.e. 01 <sup>st</sup> April, 2014	100000	1.82	100000	1.82
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	N/A	N/A	N/A	N/A
	At the end of the year i.e. 31 <sup>st</sup> March, 2015	-	-	100000	1.82



Sr. No	Name of the Shareholder - <b>Bhagat Ashwinkumar Dalpat</b>	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
13	<b>At the beginning of the year i.e. 01<sup>st</sup> April, 2014</b>	100000	1.82	100000	1.82
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	N.A	N.A	N.A	N.A
	<b>At the end of the year i.e. 31<sup>st</sup> March, 2015</b>	-	-	100000	1.82



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

Sr. No	Name of the Shareholder - Patel Dipenbhai Jantilal	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
14	<b>At the beginning of the year i.e. 01<sup>st</sup> April, 2014</b>	100000	1.82	100000	1.82
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	N.A	N.A	N.A	N.A
	<b>At the end of the year i.e. 31<sup>st</sup> March, 2015</b>	-	-	100000	1.82

Sr. No	Name of the Shareholder - Suresh Kumar Maheshwari	Shareholding at the beginning of the year 2014-15		Cumulative Shareholding during the year 2014-15	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
15	<b>At the beginning of the year i.e. 01<sup>st</sup> April, 2014</b>	100000	1.82	100000	1.82
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	N.A	N.A	N.A	N.A
	<b>At the end of the year i.e. 31<sup>st</sup> March, 2015</b>	-	-	100000	1.82



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

Sr. No	Name of Shareholder	Shareholding at the beginning of the year (as on April 1, 2014 i.e. on the basis of SHP of March 31, 2014)		Change in Shareholding (No. of Shares)		Shareholding at the end of the year (as on March 31, 2015 i.e. on the basis of SHP of March 31, 2015)	
		No. of Shares	% of total shares of the Company	Increase	Decrease	No. of Shares	% of total shares of the Company
	<b>Directors</b>						
1	DHIRAJLAL RAMJIBHAI PATEL	424000	7.71	0	0	424000	7.71
2	RAMJIBHAI BHIMJIBHAI PATEL	225000	4.09	0	0	225000	4.09
3	BHAVNABEN DHIRAJLAL PATEL	200000	3.64	0	0	200000	3.64
	<b>KMPs</b>						
1	DHARMENDRA SHAH(CFO)	0	0	0	0	0	0
2	RAJNIKANT RAMJIBHAI PATEL(MG. DIRECTOR)	205000	3.73	0	0	205000	3.73



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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	N.A	N.A	N.A	N.A
i) Principal Amount	N.A	N.A	N.A	N.A
ii) Interest due but not paid	N.A	N.A	N.A	N.A
iii) Interest accrued but not due	N.A	N.A	N.A	N.A
Total (i+ii+iii)	N.A	N.A	N.A	N.A
Change in Indebtedness during the financial year	N.A	N.A	N.A	N.A
* Addition	N.A	N.A	N.A	N.A
* Reduction	N.A	N.A	N.A	N.A
Net Change	N.A	N.A	N.A	N.A
Indebtedness at the end of the financial year	N.A	N.A	N.A	N.A
i) Principal Amount	N.A	N.A	N.A	N.A
ii) Interest due but not paid	N.A	N.A	N.A	N.A
iii) Interest accrued but not due	N.A	N.A	N.A	N.A
Total (i+ii+iii)	N.A	N.A	N.A	N.A



**IV. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

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

Sr. No	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Mr. Rajnikant Patel	Managing Director	
1	Gross salary	N.A	N.A	N.A
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A	N.A	N.A
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A	N.A	N.A
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	N.A	N.A	N.A
2	Stock Option	N.A	N.A	N.A
3	Sweat Equity	N.A	N.A	N.A
4	Commission - as % of profit - others, specify...	N.A	N.A	N.A
5	Others, please specify	N.A	N.A	N.A
	Total (A)	N.A	N.A	N.A
<b>CEILING AS PER THE ACT</b>				86288



**B. Remuneration to other directors**

**1. Independent Directors**

Sr. No.	Particulars of Remuneration	Name of Director		Total Amt
		Mr. Ishwarbhai Patel	Mr. Navinchandra Parmar	
1	-Fee for attending Board / Committee meetings (in Rs.)	-	-	-
2	- Commission	-	-	-
3	- Others, please specify	-	-	-
4	<b>TOTAL (B1)</b>	-	-	-

**2. Other Non-Executive Directors**

Sr. No.	Particulars of Remuneration	Name of Director		Total Amt
		Mrs. Bhavnaben Patel	Mr. Dhirajlal Patel	
1	-Fee for attending Board / Committee meetings (in Rs.)	-	-	-
2	- Commission	-	-	-
3	- Others, please specify	-	-	-
4	<b>TOTAL (B2)</b>	-	-	-
5	<b>TOTAL B = B(1) + B(2)</b>	-	-	-
6	<b>TOTAL MANAGERIAL REMUNERATION</b>	-	-	-
7	<b>CEILING AS PER THE ACT</b>	-	-	8829



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

Sr. No	Particulars of Remuneration	Key Managerial Personnel	
		CFO- Mr. Dharmendra Shah	Total
1	Gross salary	N.A	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961.	N.A	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961.	N.A	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961.	N.A	NIL
2	Stock Option	N.A	NIL
3	Sweat Equity	N.A	NIL
4	Commission	N.A	NIL
	- as % of profit	N.A	NIL
	others, specify...	N.A	NIL
5	Others, please specify	N.A	NIL
	Total	N.A	NIL



**V. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [ RD / NCLT / COURT ]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>NOT APPLICABLE</b>					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>NOT APPLICABLE</b>					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					
<b>NOT APPLICABLE</b>					

**PLACE: SURENDRANAGAR  
DIRECTORS,  
DATE: 13/08/2015  
LIMITED**

**BY ORDER OF THE BOARD OF  
FOR PATIDAR BUILDCON**

**MR. RAJNIKANT PATEL  
MANAGING DIRECTOR  
(DIN: 01218436)**



**Annexure – III**

**SECRETARIAL AUDIT REPORT**

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

**FOR THE FINANCIAL YEAR ENDED AS ON 31ST MARCH, 2015**

To,

The Members,

**PATIDAR BUILDCON LIMITED**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/S PATIDAR BUILDCON LIMITED (Hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the M/S PATIDAR BUILDCON LIMITED (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 audit period covering the financial year ended on 31ST MARCH, 2015 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 M/S PATIDAR BUILDCON LIMITED for the financial year ended on 31ST MARCH, 2015 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;



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

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (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;
- (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;

VI. As Company is into trading business, no other specific laws are applicable to the Company.

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

- I. Secretarial Standards issued by The Institute of Company Secretaries of India – Not examined as Secretarial Standards were not applicable in financial year 2014-15.
- II. The Listing Agreements entered into by the Company with BSE Limited Stock Exchange(s).

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

1. *Company has not complied with clause 41(III) & clause 41 (VI) for all the quarters of the financial year 2014-15.*



2. *Company is also listed on Ahmedabad Stock Exchange (ASE) but no statutory compliance have been done with the Ahmedabad stock Exchange pursuant to Listing Agreement, Depositories Act and any other compliance as required to be done with the said Stock Exchange.*
3. *Company is yet to comply with Clause 47(a) of Listing Agreement.*
4. *Company is not in compliance with to Section 203 (1) (ii) of Company's Act, 2013*

**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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice was 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 there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the company there has been no material discrepancy in the business and no specific change in the nature of the Business.

**PLACE: AHMEDABAD**

**DATE: 13/08/2015**

**FOR, A. SHAH & ASSOCIATES**

**PRACTISING COMPANY SECRETARY**

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**MR. ANISH SHAH**

**PROPRIETOR**

**FCS No: 4713**

**C P No.: 6560**

**Note: This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part of this report.**



**ANNEXURE A**

To,  
The Members

**PATIDAR BUILDCON LIMITED**  
LATI BAZAR, JORAVARNAGAR  
DIST. - SURENDRANAGAR  
GUJARAT - 363020

Our Report of even date is to be read with this letter:

1. Maintenance of Secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done to test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**PLACE: AHMEDABAD**  
**DATE: 13/08/2015**

**FOR, A. SHAH & ASSOCIATES**  
**PRACTISING COMPANY SECRETARY**

**MR. ANISH SHAH**  
**PROPRIETOR**  
**FCS No: 4713**  
**C P No.: 6560**



**Annexure – IV**

**NOMINATION AND REMUNERATION POLICY**

**INTRODUCTION:**

In pursuance of the Company's policy to consider human resources as its invaluable assets, to pay equitable remuneration to all Directors, key managerial personnel and employees of the company, to harmonize the aspirations of human resources consistent with the goals of the company and in terms of the provisions of the Companies Act, 2013 and the Listing Agreement with the stock exchanges (as amended from time to time), this policy on nomination and remuneration of Directors, Key Managerial Personnel (KMP) and Senior Management has been formulated by the Nomination and Remuneration Committee ("NRC") and approved by the Board of Directors of the Company.

**CONSTITUTION OF COMMITTEE:**

The Board of Directors of the Company (the Board) constituted the committee to be known as the Nomination and Remuneration Committee consisting of three non-executive directors out of which not less than one-half are independent directors. The Chairman of the Committee is an Independent Director. However, the chairperson of the company (whether executive or nonexecutive) may be appointed as a member of the Nomination and Remuneration Committee but shall not chair such Committee."

**OBJECTIVE**

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 under the Listing Agreement and Guidelines of Reserve Bank of India. The objective of this policy is to lay down a framework in relation to remuneration of directors, KMP, senior management personnel and other employees. The Key Objectives of the Committee would be:

- 1.1. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- 1.2. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, key managerial personnel and other employees.
- 1.3. Formulation of criteria for evaluation of Independent Director and the Board.



- 1.4. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- 1.5. To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- 1.6. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
- 1.7. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- 1.8. To develop a succession plan for the Board and to regularly review the plan.
- 1.9. To assist the Board in fulfilling responsibilities. 1.10 To Implement and monitor policies and processes regarding principles of corporate governance.

**APPLICABILITY:**

- a) Directors (Executive and Non Executive)
- b) Key Managerial Personnel
- c) Senior Management Personnel

**DEFINITION**

**"Act"** means the Companies Act, 2013 and Rules framed there under, as amended from time to time.

**"Board"** means Board of Directors of the Company.

**"Directors"** mean Directors of the Company.

**"Key Managerial Personnel"** means

- i. Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole time Director;
- ii. Chief Financial Officer;
- iii. Company Secretary; and iv. Such other officer as may be prescribed.

**"Senior Management"** means Senior Management means the personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads. Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 as may be amended from time to time shall have the meaning respectively assigned to them therein.



**POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP  
AND SENIOR MANAGEMENT**

**Appointment Criteria and Qualifications**

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient /satisfactory for the concerned position.
- c) The Company shall not appoint or continue the employment of any person as Wholetime Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

**1. Term / Tenure:**

- a) **Managing Director/Whole-time Director:** The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

**B) Independent Director:**

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.



At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

### **1. Evaluation**

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

- a) Removal Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations there under, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.
- b) Retirement the Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

### **POLICY FOR REMUNERATION TO DIRECTORS/KMP/SENIOR MANAGEMENT PERSONNEL**

#### **1. Remuneration to Managing/Whole-time / Executive / Managing Director, KMP and Senior Management Personnel:**

The Remuneration/ Compensation/ Commission etc. to be paid to Director / Managing Director etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.



## **2. Remuneration to Non- Executive / Independent Director:**

No remuneration / compensation / commission is given to the Non-Executive Independent Director of the company.

### **DUTIES IN RELATION TO NOMINATION MATTERS**

The duties of the Committee in relation to nomination matters include:

- Ensuring that there is an appropriate induction in place for new Directors and members of Senior Management and reviewing its effectiveness;
- Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Act;
- Identifying and recommending Directors who are to be put forward for retirement by rotation
- Determining the appropriate size, diversity and composition of the Board;
- Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- Recommend any necessary changes to the Board; and
- Considering any other matters, as may be requested by the Board.

### **DUTIES IN RELATION TO REMUNERATION MATTERS:**

The duties of the Committee in relation to remuneration matters include:

- Considering and determining the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.



- Approving the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company. Delegating any of its powers to one or more of its members or the Secretary of the Committee. Considering any other matters as may be requested by the Board.

**REVIEW AND AMENDMENTS:**

- i. The NRC or the Board may review the Policy as and when it deems necessary.
- ii. The NRC may issue the guideline, procedures, formats, reporting mechanism and manual in supplement and better implementation to this policy, if it thinks necessary.
- iii. This Policy may be amended or substituted by the NRC or by the Board and as when required and also by the Compliance Officer where there is any statutory change necessitating the change in the policy.

**PLACE: SURENDRANAGAR**

**DATE: 13/08/2015**

**BY ORDER OF THE BOARD OF DIRECTORS,**

**FOR, PATIDAR BUILDCON LIMITED**

**MR. RAJNIKANT PATEL**

**MANAGING DIRECTOR**

**(DIN: 01218436)**



**Annexure - V**

**FORM NO. AOC-2**

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.**

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

**1. Details of contracts or arrangements or transactions at Arm's length basis.**

Sr. No.	Particulars	Details
a.	Name (s) of the related party & nature of relationship	<b>Name:</b> Mr. Pravinkumar Patel <b>Nature of relationship:</b> Brother of Mr. Dhirajlal patel & Mr. Rajnikant Patel, Directors of the Company.
b.	Nature of contracts/arrangements/transaction	Rent Agreement
c.	Duration of the contracts/arrangements/transaction	11 months & 15 days
d.	Salient terms of the contracts or arrangements or transaction including the value, if any	Company would pay rent of Rs. 12,000/- Per month
e.	Date of approval by the Board	29/05/2014
f.	Amount paid as advances, if any	N.A



## 2. Details of contracts or arrangements or transactions at Arm's length basis.

Sr. No.	Particulars	Details
a.	Name (s) of the related party & nature of relationship	<b>Name:</b> Mr. Dhirajlal Patel <b>Nature of relationship:</b> Mr. Dhirajlal patel, Director of Company & Mr. Rajnikant Patel, Brother of Mr. Dhirajlal Patel.
b.	Nature of contracts/arrangements/transaction	Rendering Professional Services
c.	Duration of the contracts/arrangements/transaction	For financial 2014-15
d.	Salient terms of the contracts or arrangements or transaction including the value, if any	professional fees of Rs. 2,25,000/- Per Annum
e.	Date of approval by the Board	29/05/2014
f.	Amount paid as advances, if any	N.A

**PLACE: SURENDRANAGAR**  
**DATE: 13/08/2015**

**BY ORDER OF THE BOARD OF DIRECTORS,**  
**FOR PATIDAR BUILDCON LIMITED**

**MR. RAJNIKANT PATEL**  
**MANAGING DIRECTOR**  
**(DIN: 01218436)**



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

**Annexure - VI**

(Pursuant to sub-section (2) of section 186 of the Act and Rule 11 of the Companies (Meetings of Board and its Powers) Rules, 2014)

◆ **Details of Loans:**

Sr. No	Date of making loan	Details of Borrower	Amount	Purpose for which the loan is to be utilized by the recipient	Time period for which it is given	Date of BR	Date of SR (if reqd)	Rate of Interest	Security
1	26/08/2014	Shivam Construction (Partnership Firm)	59,00,000	Construction Purpose	31 <sup>ST</sup> December, 2015.	14/8/2014	N.A	17%	-

◆ **Details of Investments:-**

Sr. No	Date of investment	Details of Investee	Amount	Purpose for which the proceeds from investment is proposed to be utilized by the recipient	Date of BR	Date of SR (if reqd)	Expected rate of return
N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A

◆ **Details of Guarantee / Security Provided:**

Sr. No	Date of providing security/guarantee	Details of recipient	Amount	Purpose for which the security/guarantee is proposed to be utilized by the recipient	Date of BR	Date of SR (if any)	Commission
N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A

PLACE: SURENDRANAGAR  
DATE: 13/08/2015

BY ORDER OF THE BOARD OF DIRECTORS,  
FOR PATIDAR BUILDCON LIMITED

MR. RAJNIKANT PATEL  
MANAGING DIRECTOR  
(DIN: 01218436)



**Annexure VII**

**DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

- (i) The percentage increase in remuneration of each Director & Chief Financial Officer during the Financial year 2014-15, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial year 2014-15 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sr. No.	Name of Director/KMP and Designation	Remuneration of Director/KMP for Financial year 2014-15 (Rs. in crore)	% increase in Remuneration in the Financial Year 2014-15	Ratio of remuneration of each Director / to median remuneration of employees	Comparison of the Remuneration of the KMP against the performance of the Company
1	Mr. Rajnikant Patel - Managing Director	N.A	N.A	N.A	
2	Mr. Dhirajlal Patel- Promoter Director	N.A	N.A	N.A	-
3	Mrs. Bhavanben Patel- Promoter Non-Executive Director	N.A	N.A	N.A	-
4	Mr. Navinchandra Parmar - Independent Director	N.A	N.A	N.A	-
5	Mr. Ishwarbhai Patel - Independent Director	N.A	N.A	N.A	-
6	Mr. Dharmendra Shah- CFO	N.A	N.A	N.A	N.A

- (ii) The median remuneration of employees of the Company during the financial year was NIL as there no permanent employee;
- (iii) In the Financial year, there was no increase in the median remuneration of employees as there no permanent employee;
- (iv) There were no permanent employees on the rolls of Company as on March 31, 2015 as well as on March, 2014;
- (v) Relationship between average increase in remuneration and company performance: - The Profit before Tax for the financial year ended March 31, 2015 decreases by 62.94% there was no remuneration paid in financial year 2014-15.



- (vi) Comparison of Remuneration of the Key Managerial Personnel(s) against the performance of the Company:  
Since the Profit before Tax for the financial year ended March 31, 2015 decreases by 62.94%, no remuneration was paid to CFO i.e Mr. Dharemendra Shah (KMP) and Mr. Rajnikant Patel, Managing Director (KMP) waived off the remuneration to be payable to him for financial year 2014-15.
- (vii) a) Variations in the market capitalization of the Company : The market capitalization as on March 31, 2015 was Rs. 15,20,90,760 (Rs. 94,82,98,268 as on March 31, 2014).  
b) Price Earnings ratio of the Company was 0.002514 as at March 31, 2015 and was 0.0057467 as at March 31, 2014.  
c) Percent increase over/ decrease in the market quotations of the shares of the company as compared to the rate at which the company came out with the last public offer in the year- The Company had come out with last public offer in 1986. The closing price of the Company's equity shares on the BSE as on March 31, 2015 was Rs.26.50, representing a 176.5% (BSE) increase over the last public offer price.
- (viii) Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2014-15 was NIL as there are no permanent employees to whom salary is paid as well as there is no increase in the managerial remuneration in financial year 2014-15.
- (ix) The key parameters for the variable component of remuneration availed by the directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.
- (x) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year – Not Applicable; and
- (xi) It is hereby affirmed that the remuneration paid is as per the as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

**PLACE: SURENDRANAGAR  
DATE: 13/08/2015**

**BY ORDER OF THE BOARD OF DIRECTORS,  
FOR PATIDAR BUILDCON LIMITED**

**MR. RAJNIKANT PATEL  
MANAGING DIRECTOR  
(DIN: 01218436)**



**REPORT OF THE DIRECTORS ON CORPORATE GOVERNANCE**

**COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:**

Corporate Governance helps to enhance stakeholders' value by focusing on long-term value creation without compromising on integrity, social obligations and regulatory compliances.

The Company believes that good Corporate Governance is a continuous process and it is our continuous endeavor to achieve good governance, by way of a conscious and conscientious effort whereby ensuring the truth, transparency, accountability and responsibility in all our dealings with our stakeholders, consumers, employees and the community at large.

The Board of Directors represents the interest of the Company's stakeholders, for optimizing long-term value by way of providing necessary guidance and strategic vision to the Company. The Board also ensures that the Company's management and employees operate with the highest degree of ethical standards.

**I. Board of Directors**

**A. BOARD OF DIRECTORS:**

The names and category of Directors on the Board, their attendance at the Board meetings held during the year and also at the last Annual General Meeting, the number of Directorships held by them in other companies as on 31st March, 2015 are given below:

Name of Director	Category	No. of Board Meeting	Attended	Last AGM Attendance
Mr. Rajnikant Patel	Managing Director	6	6	YES
Mr. Dhirajlal Patel	Non executive Promoter director	6	6	YES
Mr. Navinchandra Parmar	Non executive Independent Director	6	6	YES
Mr. Ishwarbhai Patel	Non Executive Independent Director	6	6	YES
*Mrs. Bhavnaben Patel	Non Executive Promoter Director	6	3	YES(As Member)



*\* Appointed w.e.f. 30th September, 2014*

Six Board Meetings were held during the year and the gap between two meetings did not exceed One Hundred Twenty Days. The dates on which the said meetings were held:

May 29, 2014, 08 July, 2014, August 14, 2014, November 08, 2014, February 14, 2015 & March 26, 2015.

None of the Directors of Board is a member of more than 10 Committees and no Director is the Chairman of more than 5 committees across all the companies in which he is a Director. The necessary disclosures regarding Committee positions have been made by all the Directors. The number of Directorships held by them in other companies as on 31st March, 2015 is given below:

Name of Director	Other Directorship (No. of Company)
Mr. Rajnikant Patel	0
Mr. Dhirajlal Patel	0
Mr. Navinchandra Parmar	0
Mr. Ishwarbhai Patel	0
Mrs. Bhavnaben Patel	0

**B. INDEPENDENT DIRECTOR:**

None of the Director of the Company is on the Board of more than 7 listed companies as an Independent Director. Further, none of the Director of the Company is acting as a Whole Time Director of any listed company as well as Independent Director in more than 3 listed companies.

None of the Directors of Board is a member of more than 10 Committees and no Director is the Chairman of more than 5 committees across all the companies in which he is a Director. The necessary disclosures regarding Committee positions have been made by all the Directors.

Pursuant to Schedule IV of the Companies Act, 2013 and the Rules made thereunder and Clause 49 of the Listing Agreement, all the independent directors of the Company met once during a year, without the attendance of non. independent directors and members of the Management.



**C. PERFORMANCE EVALUATION:**

On the bases of performance evaluation criteria laid down by the Nomination and Remuneration Committee & Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, overall performance and contribution of independent directors and board as whole is evaluated by the board of directors of the company at its meeting held on 14th February, 2015 and framed the opinion that all the independent directors as well executive and non-executive director have performed their duty satisfactorily and making their best efforts for the advancement of the company.

**D. CODE OF CONDUCT:**

The Board has laid down code of conduct for all Board Members and Senior Managerial Personnel of the Company. The Code of Conduct is available on the website of the Company at [www.patidarbuildconlimited.com](http://www.patidarbuildconlimited.com).

All Board Members and Senior Managerial Personnel have affirmed compliance with the Code of Conduct and a declaration to this effect signed by the Chief Executive Officer (CEO) has been obtained.

A declaration signed by Mr. Rajnikant Patel, Managing Director of the company according compliance of sub-Clause (IIE) of Clause 49 of the listing Agreement is attached herewith forming part of his Annual Report.

**II AUDIT COMMITTEE:**

The Audit Committee comprises of 3 members out of which 2 are Non-Executive are independent directors. Accordingly, the Company has complied with the requirements of Clause 49 (III) (A) of the Listing Agreement relating to composition of Audit Committee.

The terms of reference of the Audit Committee includes following:

- Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:



- Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
- Changes, if any, in accounting policies and practices and reasons for the same
- Major accounting entries involving estimates based on the exercise of judgment by management
- Significant adjustments made in the financial statements arising out of audit findings
- Compliance with listing and other legal requirements relating to financial statements
- Disclosure of any related party transactions
- Qualifications in the draft audit report
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussion with internal auditors of any significant findings and follow up there on;



- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- To review the functioning of the Whistle Blower mechanism;
- Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Explanation (i): The term "related party transactions" shall have the same meaning as provided in Clause 49(VII) of the Listing Agreement.

Additionally, the Audit Committee shall mandatorily review the following information:

- Management discussion and analysis of financial condition and results of operations;
- Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.
- The Committee met 5 times during the year 2014-15 and the attendance of members at the meetings was as follows:

Name of Member	Category	Status	No. of Meetings attended /held
Mr. Navinchandra Parmar	Non Executive-Independent	Chairman	5/5
Mr. Ishwarbhai Patel	Non Executive-Promoter	Member	5/5
Mr. Dhirajlal Patel	Non executive Promoter Director	Member	5/5



The Audit Committee has reviewed financial condition and results of operations forming part of the management discussion and analysis, statement of significant related party transactions as submitted by the management, and other information as mentioned in para III (E) of Clause 49 of the Listing Agreement.

The Chairman of the Audit Committee of the Company was present at the last Annual General Meeting of the Company held on September 30, 2014.

### **III. NOMINATION AND REMUNERATION COMMITTEE:**

In compliance with Section 178 of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board in its meeting held on May 29, 2014 has reconstituted the "Nomination and Remuneration Committee."

The Nomination and Remuneration Committee comprises of 3 Non-Executive Directors out of which 2 are independent directors. The Chairman of the Committee is an Independent Director. Accordingly, the Company has complied with the requirements of Clause 49 (IV) (A) of the Listing Agreement relating to composition of Nomination and Remuneration Committee.

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

- a) To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal
- b) To carry out evaluation of every director's performance.
- c) To formulate criteria for determining qualification, positive attributes & Independence of director
- d) To recommend to board policy relating to remuneration for the directors, KMP and employees.
- e) NRC shall while formulating policy ensure that,
  - a. The level & composition of remuneration is reasonable & sufficient to attract, retain & motivate directors of the quality required to run the company successfully.
  - b. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks, and
  - c. Remuneration to directors, KMP and senior management involve balance between fixed & incentive pay reflecting short and long-term performance objective appropriate to the working of the co. & its goals.
- f) To devise a policy on Board diversity;



- g) To perform any other functions as may be assigned to Committee by the Board from time to time.

The Committee met 1 times during the year 2014-15 and the attendances of members at the meetings were as follows:

Name of Member	Category	Status	No. of Meetings attended /held
Mr. Ishwarbhai Patel	Non Executive-Independent	Chairman	1/1
Mr. Navinchandra Parmar	Non Executive-Independent	Member	1/1
Mrs. Bhavnaben Patel	Non Executive-Promoter	Member	1/1

No sitting fees are paid to any Director. The committee had met on 06th October, 2014 to decide the remuneration of Mr. Rajnikant Patel, Managing Director of the Company. At the meeting, it was confirmed by Mr. Rajnikant Patel, Managing Director of the Company that looking in accordance with the sound principles and financial position of the company, remuneration is being waived by him to for the year for rendering the services to the company.

#### **IV. STAKEHOLDERS' RELATIONSHIP COMMITTEE:**

In compliance with Section 178 of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board in its meeting held on May 29, 2014 has constituted Stakeholders Relationship Committee.

The Stakeholders' Relationship Committee comprises of following members:

1. Mr. Navainchandra Parmar - Chairman
2. Mr. Ishwarbhai Patel – Member

The role of the Committee is to hear the complaint and grievances of various securities holders so as ensure that timely relief is extended to securities holders including shareholders in respect of their complaint. Additionally the Committee also looks into the shareholders' complaints, if any, related to non-receipt of balance sheet, non-receipt of declared dividend, revalidation of dividend warrants etc. and redress the same expeditiously.

The Committee met four times during the year 2014-15 and the attendance of members at the meetings was as follows:



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

Name of Member	Category	Status	No. of Meetings attended /held
Mr. Navinchandra Parmar	Non Executive-Independent	Chairman	4/4
Mr. Ishwarbhai Patel	Non Executive-Independent	Member	4/4

All investors complains directly received by the company are recorded on the samedate of receipt and resolved immediately.

**V. SHARES TRANSFER COMMITTEE:**

The composition of shareholders Transfer committee was as follows:

- (i) Mr. Navinchandra Parmar - Chairman
- (ii) Mr. Dhirajlal Patel - Member
- (iii) Mr. Ishwarbhai Patel - Member

The Share received for transfer is approved on 15th and 30th of the each month and are given effect by the Registrar and Share Transfer Agent.

M/s. Adroit Corporate Services Pvt Ltd. was appointed as common Agent for electronic as well as physical share transfer work.

**VI. GENERAL BODY MEETING:**

- a. The details of last 3 Annual General Meetings (AGMs) of the Company are as under:

Financial Year	Date	Time	Venue
2013-2014	30/09/2014	09.00 A.M.	LATTI BAZAR, JORAVARNAGAR, DIST.: SURENDRANAGAR - 363020.
2012-2013	30/09/2013	10.00 A.M.	
2011-2012	29/09/2012	10.00 A.M.	

**Special Resolution in Last 3 AGMs:**

**In AGM held on September 30, 2014, Four Special Resolutions were passed as under:**

- (i) To borrow from time to time such sum or sums of money as they may deem necessary for the purpose of the business of the Company, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from cash credit arrangement, discounting of bills and other temporary loans obtained from Company's Bankers in the ordinary course of business) and remaining outstanding at any point of time will exceed the aggregate of the Paid-up Share Capital of the Company and its Free Reserves, i.e. reserves not set apart for any specific purpose; provided that the total amount up to which monies may be borrowed by the Board of Directors and which shall remain outstanding at any given point of time shall not exceed the sum of Rs. 100 crores (Rupees Hundred crores)."



- (ii) to give any loan to any Body Corporate(s)/Person(s), to give any guarantee or to provide any security in connection with a loan to any Body Corporate(s)/Person(s) and to acquire by way of subscription, purchase or otherwise, securities of any Body Corporate(s) and to decide limit up to which such investments in securities / loans / guarantees, that may be given or made, notwithstanding that any loan given to any Body Corporate(s)/Person(s), any guarantee given or any security provided in connection with a loan to any Body Corporate(s)/Person(s) and to acquire by way of subscription, purchase or otherwise, securities of any Body Corporate(s) may exceed 60% of the aggregate of the paid-up Share Capital and Free Reserves and Securities Premium Account; or 100% of its Free Reserves, whichever is higher at any point of time however it shall not exceed beyond Rs. 50 crores at any point of time; on such terms and conditions, as the Board may think fit.
- (iii) To reappoint Mr. Rajnikant Patel, Managing Director of the Company for a term period of 5 Years.
- (iv) Amendment in the Object Clause of the company.

In AGM held on September 30, 2013, no Special Resolutions were passed.

In AGM held on September 29, 2012, Four Special Resolutions were passed as

**under:**

- (i) Increase in authorised share capital of the Company from Rs. 1,00,00,000 (One Crore Rupees) to 6,00,00,000 (Six Crore Rupees)
- (ii) Alteration in Clause V OF Memorandum of association of the Company.
- (iii) Alteration in Article of Association of the Company.
- (iv) Preferential allotment of equity shares.

**VII. DISCLOSURES:**

**a) Management Discussion and Analysis:**

Annual Report has a detailed chapter on Management Discussions and Analysis.

**b) Related Party Transaction:**

There were no transactions with related parties, which are not in the ordinary course of business and not on arm's length basis.

There were no materially significant related party transactions that may have potential conflict with the interests of company at large, during the year.



The Company has received representation from Senior Management personnel that there was no material significant financial and commercial transaction entered into by them along with their relative where they have personal interest that may have a potential conflict with the interest of the Company at large.

The company has formulated a policy on dealing with Related Party Transactions; such policy has been disclosed of the company's website [www.patidarbuildconlimited.com](http://www.patidarbuildconlimited.com)

**c) Accounting treatment**

The company has followed accounting treatment as prescribed in Accounting Standard applicable to the company.

d) Neither any non-compliance nor any penalty, strictures were imposed on the Company by stock exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

**e) Whistle Blower Policy (Vigil Mechanism)**

The Company established the Whistle Blower Policy (vigil mechanism). In line with the best Corporate Governance practices, the Company has put in place a system through which the Directors or employees may report concerns about unethical and improper practices or Alleged Wrongful Conduct, without fear of reprisal. The functioning of the vigil mechanism is being monitored by the Audit Committee from time to time

The details of Whistle Blower Policy has been disclosed on the company's website [www.patidarbuildconlimited.com](http://www.patidarbuildconlimited.com)

**VIII. MEANS OF COMMUNICATION:**

**a. Financial Results:**

The Results of the Company were displayed on web site [www.patidarbuildconlimited.com](http://www.patidarbuildconlimited.com) and the same were also submitted to the Stock Exchanges after the conclusion of the Board Meeting. The official news releases are being placed on Company's website and simultaneously sent to Stock Exchanges where the shares of the Company are listed.

**b. News, Release, Presentations etc.**

Official news, releases, and presentation made to analysts, institutional investors etc. are displayed on the website of the Company [www.patidarbuildconlimited.com](http://www.patidarbuildconlimited.com)



**c. Website:**

Company's website [www.patidarbuildconlimited.com](http://www.patidarbuildconlimited.com) contains a separate dedicated section namely "Investors" where all information relevant to shareholders' is available. The Annual Report of the Company is also available on the website of the Company [www.patidarbuildconlimited.com](http://www.patidarbuildconlimited.com) in a downloadable form.

**IX. GENERAL SHAREHOLDER INFORMATION:**

Annual General Meeting, Book Closure & Dividend Payment The information of forthcoming Annual General Meeting, Book Closure and Dividend payment details have been provided in the Notice of Annual General Meeting enclosed along with this Annual Report.

**Financial Calendar**

Financial Year: 1st April to 31st March

**Financial Results:**

Annual Results	:	29th May, 2014
First Quarter Results	:	14th August, 2014
Half Year Results	:	08th November, 2014
Third Quarter Results	:	14th February, 2015

**Listing:**

At present, the equity shares of the Company are listed on the BSE Limited (BSE)

Name of Stock Exchange	Stock Code
BSE Limited	524031
ASE	

The Company has already paid the listing fees for the year 2015-16 to the Bombay Stock Exchange Limited.



**MARKET PRICE DATA AT BOMBAY STOCK EXCHANGE LIMITED:**

<b>MONTH</b>	<b>HIGH (RS.)</b>	<b>LOW (RS.)</b>
April, 2014	163.8	77.95
May, 2014	76.4	53.6
June, 2014	54	35.5
July, 2014	36.2	23.65
August, 2014	35.95	25.5
September, 2014	34.75	22.2
October, 2014	25.2	20.15
November, 2014	23.75	19.7
December, 2014	24.5	18
January, 2015	30	18
February, 2015	41.4	24
March, 2015	47	25.3

**REGISTRAR AND SHARE TRANSFER AGENT:**

M/s. Adroit Corporate Services Pvt. Ltd.

19/20, Jaferbhoy Industrial Estate,

1st Floor, Makwana Road,

Marol Naka, Andheri (E),

Mumbai- 400059

Tele: 022- 28596060, 28594060

Fax: 022-28503748

**SHARE TRANSFER SYSTEM:**

The share transfer work is handled by registrar and transfer agent for the company. Share Transfers are registered and dispatched within a period of thirty days from the date of the lodgments if the transfer documents are correct and valid in all respects. The Company has obtained the half yearly certificates from a Company Secretary in Practice for due compliance of share transfer formalities as per the requirement of Clause 47 (c) of the Listing Agreement of the Stock Exchanges. These certificates have been submitted to the Stock Exchanges.



**Distribution Pattern as on the 31st March, 2015:**

	No of Shares	Percentage
Promoters and Relatives	1154000	20.98
Banks/ FII/ FI	0	0
Public	3158538	57.43
Body Corporate	1187232	21.58
NRI	800	0.01
Total	5500570	100.00

**Dematerialization of Shares and Liquidity:**

3917700 shares constituting 71.22 % of total number of shares of the Company are in electronic form as on March 31, 2015.

**ISIN No (For Dematerialized Shares): INE637N01014**

The Company has no GDRs/ADRs/Warrants/Convertible Instruments outstanding as on March 31, 2015.

Address for Correspondence: Lati Bazar, Joravarnagar,  
Surendranagar-363020.

**PLACE: SURENDRANAGAR****DATE: 13/08/2015****BY ORDER OF THE BOARD OF DIRECTORS,  
FOR PATIDAR BUILDCON LIMITED**

**MR. RAJNIKANT PATEL**  
**MANAGING DIRECTOR**  
**(DIN: 01218436)**



**MANAGEMENT DISCUSSION AND ANALYSIS**

**1. Overall Review:**

The overall performance during the financial year 2014-15 has not been satisfactory.

**2. Financial Review:**

Total turnover for the year ended 31st March, 2015 was Rs. 154 Lacs. This decrease was mainly on account of losses incurred in manufacturing process and sales which was happened because of crisis in the economy. The company will work upon the same to get a reasonable level of growth in the imminent years.

**3. Internal Control System and their adequacy:**

Considering the size of the company, your company has adequate system of internal control to provide reasonable assurance that assets are safeguarded and protected from unauthorized use or deposition.

**4. Business Environment:**

The Performance of the company for the year under review was satisfactory.

**5. Risk and Concern:**

The building, plant and machinery, vehicle and stocks of the company are adequately insured.

**6. Cautionary Statement:**

Statements in this report on management Discussion and analysis may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however, differ materially from those expressed or implied. Important factors that could make a different to the Company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulation and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations. The Company assumes no responsibilities in respect of forward looking statements which may be amended or modified in future on the basis of subsequent developments, information of event.

**PLACE: SURENDRANAGAR**

**DATE: 13/08/2015**

**BY ORDER OF THE BOARD OF DIRECTORS,  
FOR PATIDAR BUILDCON LIMITED**

**MR. RAJNIKANT PATEL**

**MANAGING DIRECTOR**

**(DIN: 01218436)**



**CEO/CFO CERTIFICATION**

To,  
Board of Directors

**PATIDAR BUILDCON LIMITED**

We, Mr. Rajnikant Patel, Managing Director and Mr. Dharmendra Shah, Chief Financial Officer of PATIDAR BUILDCON LIMITED, to the best of our knowledge and belief, hereby certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended March 31, 2015 and that to the best of our knowledge and belief:
1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  2. These 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) To the best of our knowledge and belief, no transaction entered into by the Company during the years 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 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:
1. That there is no significant changes in internal control over financial reporting during the year;
  2. That there is no significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  3. That there is no 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.

PLACE: SURENDRANAGAR      MR. RAJNIKANT PATEL  
DATE: 13/08/2015              MANAGING DIRECTOR

MR. DHARMENDRA SHAH  
CHIEF FINANCIAL OFFICER



**DECLARATION BY THE MANAGING DIRECTOR OF THE COMPANY  
ABOUT CORPORATE GOVERNANCE**

I, Mr. Rajnikant Patel, Managing Director of PATIDAR BUILDCON LIMITED hereby confirm pursuant to sub-Clause (II E) of Clause 49 of the listing agreement that:

1. The Board of Directors of PATIDAR BUILDCON LIMITED has laid down a code of conduct has been placed on the company's website.
2. All the members of the board as well as senior management personal have complied with the said code of conduct for the year ended 31st March 2015.

**PLACE: SURENDRANAGAR**

**DATE: 13/08/2015**

**BY ORDER OF THE BOARD OF DIRECTORS,  
FOR PATIDAR BUILDCON LIMITED**

**MR. RAJNIKANT PATEL  
MANAGING DIRECTOR  
(DIN: 01218436)**



**CERTIFICATE ON CORPORATE GOVERNANCE**

To

The Members of

**PATIDAR BUILDCON LIMITED.**

We have examined the compliance of the conditions of Corporate Governance by Patidar Buildcon Limited ('the Company') for the year ended March 31, 2015 as stipulated in Clause 49 of the Listing Agreement of the Company Stock Exchanges in India.

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

In our opinion and to the best of our information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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

**PLACE: AHMEDABAD**

**DATE: 13/08/2015**

**FOR, M/S. A. SHAH & ASSOCIATES,  
PRACTISING COMPANY SECRETARIES**

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**CS ANISH SHAH  
PROPRIETOR  
C.P NO-6560**



**Independent Auditors' Report**

To,  
The Members,  
**Patidar Buildcon Limited**  
Report on Financial Statements

1. We have audited the accompanying financial statements of Patidar Buildcon Limited ('the Company'), which comprise the Balance Sheet as at March 31, 2015, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

2. 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 of these financial statements to give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of the adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

**Auditor's Responsibility**

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



5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system or financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

### **Opinion**

8. In our opinion and to the best of our information and according to the explanations given to us the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2015, and its profit and its cash flows of the year ended on that date.

### **Report on Other Legal and Regulatory Requirements**

9. As required by the Companies (Auditor's Report) Order, 2015 issued by the Central Government of India in terms of sub-section I-L of Section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of books and records of the Company as we considered appropriate and according to information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.



**As required by section 143(3) of the Act, we report that:**

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- c) The Balance Sheet, Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on March 31, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of Section 164(2) of the Act.
- f) 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 knowledge and belief and according to the information and explanations given to us:
  - i. The Company does not have any pending litigations as at March 31, 2015 related to its financial position, which needs to be disclosed in the financial statements.
  - ii. The Company has made provision as at March 31, 2015 as required under the applicable Law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

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For, K. C. Parikh & Associates  
(Chartered Accountants)  
Firm Reg. No. 107550W  
CA. Chintan M. Doshi  
Partner  
Membership No. 118298  
Surendranagar, 30th May 2015



***ANNEXURE' to Independent Auditor's Report***

**Referred to paragraph 9 of the Independent Auditor's Report of even date to the members of Patidar Buildcon Limited ('the Company') on the standalone financial statements as of and for the year ended 31st March 2015.**

- i (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;  
(b) Fixed assets are physically verified by the management during the year and there were no major discrepancies noticed;
- ii (a) As informed to us, the management has conducted physical verification of inventory during the year. In our opinion, the frequency of verification is reasonable;  
(b) In our opinion and according to the information and explanations given to us, the procedures for physical verification of inventory followed by the management is reasonable and adequate in relation to the size of the company and the nature of its business;  
(c) In our opinion and on the basis of examinations of inventory records, the company is maintaining proper records of inventory. As informed to us, no material discrepancies were noticed by the management on such physical verification;
- iii The company has not granted unsecured loan to parties as covered in the register maintained under section 189 of the Companies Act, 2013.  
(a) As the company has not granted unsecured loan to parties as covered in the register maintained under section 189 of the Companies Act, 2013. Thus para iii(a) is not applicable.  
(b) As the company has not granted unsecured loan to parties as covered in the register maintained under section 189 of the Companies Act, 2013. Thus para iii(b) is not applicable.
- iv In our opinion, the Company has reasonable internal control procedure commensurate with the size of the Company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. Further, on the basis of our examination of books and records of the Company, and according to the information and explanations given to us, we have neither come across, nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.



- v According to the information and explanations given to us, the company has not accepted deposits from the public within the meaning of the provisions of Sections 73 and 74 of the Act and the rules framed there under to the extent notified.
- vi The Company does not required to maintain prescribed cost records under section 148(1) of the Companies Act, 2013. Thus para vi is not applicable.
- vii (a) According to information and explanations given to us and the records of the Compnay examined by us, in our opinion, the Comapnay is regular in depositing the 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 and other material statutory dues, as applicable, with the appropriate authorities.  
(b) According to information and explanations given to us and the records of the Compnay examined by us, the Comapnay does not have any dues of income tax or sales tax or wealth tax or service tax or duty of excise or duty of customs or value added tax or cess, which have not been deposited on account of any dispute.  
(c) The company does not require to transfer any amount to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder.
- viii The Company has no accumulated losses as at the end of the financial year and it has not incurred any cash losses in the financial year ended on that date or in the immediately preceding financial year.
- ix The Company has not taken any loans from any banks or any financial institute, or has not issued any debentures, hence para ix is not applicable.
- x The Company has not given any guarantee on loans taken by others from bank or any financial institution, hence para x is not applicable.
- xi The Company has not applied for any term loans, hence para xi is not applicable.
- xii During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud on or by the company, noticed or reported during the year, nor have we been informed of any such case by the management.



# PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15

Balance Sheet as at 31<sup>st</sup> March 2015

Particulars		Note No.	(Amount in ₹)	
			2014-15	2013-14
<b>A. EQUITY AND LIABILITIES</b>				
<b>1 Shareholders' funds</b>				
(a)	Share capital	1	55,153,200	55,153,200
(b)	Reserves and surplus	2	1,547,483	960,698
(c)	Money received against share warrants			
<b>2 Share application money pending allotment</b>				
<b>3 Non-current liabilities</b>				
(a)	Deferred tax liabilities (Net)		7,271	6,341
<b>4 Current liabilities</b>				
(a)	Short-term borrowings			
(b)	Trade payables		238,552	710,505
(c)	Other current liabilities	3	264,535	300,688
<b>TOTAL</b>			57,211,039	57,131,432
<b>B. ASSETS</b>				
<b>1 Non-current assets</b>				
(a)	Fixed assets (Tangible assets)	4	71,690	98,824
(b)	Non-current investments	5	1,572,697	1,572,697
(c)	Deferred tax assets (net)			
(d)	Long-term loans and advances	6	11,700,358	5,071,677
<b>2 Current assets</b>				
(a)	Current investments	7	7,750,000	
(b)	Inventories	8	18,170,417	18,061,836
(c)	Trade receivables	9	2,606,869	11,430,290
(d)	Cash and cash equivalents	10	1,402,920	4,654,390
(e)	Short-term loans and advances	11	13,700,000	19,050,000
(f)	Other current assets	12	136,088	191,716
<b>TOTAL</b>			57,211,039	57,131,432
Significant Accounting Policies		20		
Notes on Financial Statements				



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

As per our  
separate Report  
of even Date

**FOR, K. C. Parikh  
& Associates**  
Chartered  
Accountants  
FRN : 307550W

**CA. Chintan M.  
Doshi**  
Partner  
M. No. 118298

Surendranagar,  
30th May 2015

On Behalf of the Board  
of Directors of  
**PATIDAR BUILDCON  
LIMITED**

**DHIRAJ PATEL**  
Director

**RAJIVANT  
PATEL**  
Managing  
Director

**DHARMENDRA SHAN**  
CFO  
Suren Yanagar, 30th  
May 2015



# PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15

## PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED ON 31<sup>st</sup> March 2015

(Amount in Rs.)

	2014-15	2013-14	2014-15	2013-14
A Revenue from operations	11		22,588,802	85,178,619
B Other income	12		79,100	140,800
<b>III Total Revenue (A+B)</b>			22,667,902	85,319,419
C Expenses				
Purchases of Stock-in-Trade	13		15,552,807	81,335,299
Changes in Valuation of Stock-in-Trade	14		(1,299,176)	(1,222,698)
Employee benefits expenses	15		151,700	308,500
Depreciation	16		10,000	
Depreciation and Amortisation Expenses	17		22,234	24,590
Contingencies	18		1,517,010	1,273,407
Total expenses			17,442,827	83,964,894
<b>IV Profit before exceptional and extraordinary items and tax (III-IV)</b>			5,225,075	1,354,525
V Exceptional items			-	-
<b>VI Profit before extraordinary items and tax (V+IV)</b>			5,225,075	1,354,525
VII Extraordinary items			-	-
<b>VIII Profit before tax (VI-VII)</b>			5,225,075	1,354,525
IX Tax expenses				
(i) Current tax			245,161	742,158
(ii) Deferred tax			930	1,129
<b>X Profit (Loss) for the period from continuing operations (VIII-IX)</b>			4,978,914	511,238
Profit (Loss) from continuing operations				
XI Tax expense of discontinued operations				
<b>XII Profit (Loss) from Discontinued operations (after tax) (X- XI)</b>				
<b>XIII Profit (Loss) for the period (X+XII)</b>			4,978,914	511,238
XIV Earnings per equity share				
(i) Basic			0.21	0.26
(ii) Diluted			0.21	0.26
Significant Accounting Policies Refer to the notes to financials	20			
<p>29<sup>th</sup> April 2015 As per the Accounts Booked of this date</p> <p><b>FOR, K.C.</b> Prakash Associate Chartered Accountant F.No. 10718025</p> <p>(A Director), Date Place 17, New, 132208</p>	<p>On behalf of the Board of Directors of <b>PATIDAR BUILDCON LIMITED</b></p> <p><b>DEEPAJYOTI</b> Director</p> <p><b>SHAMSHAD PATEL</b> Managing Director</p> <p><b>CHANDRASEKHAR</b> SHARMA CFO Signed on behalf 30<sup>th</sup> May, 2015</p>			



# PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15

PATIDAR BUILDCON LIMITED				
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2015				
	For the year ended on 31st March, 2015		For the year ended on 31st March, 2014	
	Amount in Rupees	Amount in Rupees	Amount in Rupees	Amount in Rupees
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit/Loss	586783		1530043	
Adjustments For:				
Depreciation	27134		23955	
Dividend	(4299)		(7839)	
Profit on sale of fixed assets			(53860)	
Other Income			(983605.00)	
	(1057637.00)	(447993)		618907
Operating Profit before Working Capital Changes				
Adjustment For:				
Current Assets				
(Closing stock, Loans & Advances, Debtors, Advance for Property, 1195/TCS Receivable)	4391789		25346039	
Current Liabilities				
(Duties & Taxes, Provisions, Creditors, DTL)	(507176)		(32076319)	
Increase / Decrease in Net Current Assets	3884613		(6790280)	
Net Cash from operating activities		3884613		(6750280)
		3436620		(6111772)
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Sale realisation on sale of fixed assets				
Investment in Equity			3850000	
Investment in M/s. Sevansh Buildcon (P. Ltd)			(50000)	
Rent Income	(7756000)		45000	
Dividend Income Received	100000		2836	
	4293			
Net Cash used in investing activities		(7481707)		187336
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Other Borrowings				
Interest Income	897617		(527546)	
Net Cash from financing activities		897617	938605	
Net increase in Cash and Cash equivalents	(3251470)		(3852878)	
Cash and Cash equivalents at beginning of the year	4614350		8507268	
Cash and Cash equivalents at close of the year	1402820		4654390	

As per our separate Report of even Date

FDR, K. C. Parikh & Associates  
Chartered Accountants  
FRN : 107550W

CA. Chintan M. Doshi  
Partner  
M. No: 118298

Surendranagar, 30th May 2015

On Behalf of the  
Board of Directors of  
PATIDAR BUILDCON LIMITED

DHIRAJ PATEL      RAJINKANT PATEL  
Director              Managing Director

DHARMENDRA SHAH  
CFO  
Surendranagar, 30th May 2015



# PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15

PATIDAR BUILDCON LIMITED				
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2015				
	For the year ended on 31st March, 2015		For the year ended on 31st March, 2014	
	Amount in Rupees	Amount in Rupees	Amount in Rupees	Amount in Rupees
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit/loss	581783		1536843	
Adjustments for:				
Depreciation	27134		23995	
Dividend	(6233)		(2036)	
Profit on sale of fixed assets			358408	
Other income	(1059617.00)		(95805.00)	
		(442993)		612007
Operating Profit/loss after Working Capital Changes				
Adjustment for:				
Current Assets	4321928		25346029	
(Closing stock, Loans & Advances, Debtors, Advances for Properties, TDS/TIC Receivable)	(502126)		(32074319)	
Current Liabilities				
(Dues & Taxes, Provisions, Creditors, etc)	8084613		(6730388)	
Increase / Decrease in Net Current Assets		3288513		(6730388)
Net Cash from operating activities		3454420		(6111771)
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Revaluation on sale of fixed assets			1850000	
Investment in Equity			(50000)	
Investment in 30% Seventh buildcon (Pune Firm)	(7750000)			
Asset Acquis	160000		85000	
Dividend Income Received	4233		2824	
		(7585767)		1841036
Net Cash used in investing activities				
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Other Borrowings			(127546)	
Interest Income	897617		88805	
		897617		(41359)
Net Increase in Cash and Cash equivalents	(3251478)		(3852870)	
Cash and Cash equivalents at beginning of the year	4654398		8507368	
Cash and Cash equivalents at close of the year	1402920		4654498	

As per the separate Report of even Date

On Behalf of the Board of  
Directors of  
**PATIDAR BUILDCON  
LIMITED**

**ICR, S. C. Parikh & Associates**

Chartered Accountants

FAX: 2871509

**(SHRAJ PATEL)**  
Director

**(BANKIM PATEL)**  
Managing Director

**CA. Chinan M. Doshi**

Partner

M. No. 215249

**(DHARMENDRA SHAH)**  
CFO  
Sunshine Nagar, 30th May  
2015

Sundernagar, 30th May 2015



# PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15

Note 1

Share capital

(Amount in Rs.)

Share Capital	2014-15		2013-14	
	Number	Amount	Number	Amount
<b>Authorised</b>				
1 % preference shares of Rs. 10/-				
50,00,000 Equity Shares of Rs. 10/- each		50,000,000		50,000,000
<b>Issued</b>				
1 % preference shares of ___ each				
55,00,570 Equity Shares of Rs. 10/- each		55,005,700		55,005,700
<b>Subscribed &amp; Paid up</b>				
1 % preference shares of ___ each				
55,00,570 Equity Shares of Rs. 10/- each fully paid		55,005,700		55,005,700
<b>Unlisted Shares (Amount Originally Paid up)</b>				
		147,300		147,300
<b>Subscribed but not fully Paid up</b>				
		Nil		Nil
<b>Total</b>		<b>55,153,000</b>		<b>55,153,000</b>

Reconciliation of the number of shares outstanding at the beginning and at the end of its reporting period

(Amount in Rupees)

Particulars	2014-15		2013-14	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	5,800,570	55,153,100	5,800,570	55,153,100
Shares issued during the year				
Shares bought back during the year				
Shares forfeited during the year				
Shares outstanding at the end of the year	5,800,570	55,153,000	5,800,570	55,153,000

Shares in the company held by each shareholder holding more than 5 percent shares

Name of Shareholder	2014-15		2013-14	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Chirajji Ramji Patel	424,000	7.29	424,000	7.31
Utra Education Private Limited	400,000	7.23	400,000	7.27
Mulhar Vinay Private Limited	300,000	5.45	300,000	5.45



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

Shares issued with restriction

11,00,000 Equity shares are under lock-in upto 12th October 2015,

Shares issued for other than cash, Bonus issue and Shares bought back during last 5 years, Nil.

Unpaid Calls, Nil (Previous Year Rs. Nil)

Forfeited shares - 29,500 Shares for Rs. 1,47,500/- (Previous Year Rs. 1,47,500/-)

**Note 2**

Reserves and surplus

	(Amount in Rs)	
	2014-15	2013-14
<b>a. Surplus</b>		
Opening balance	960,698	(676,145)
(+) Net Profit/(Net Loss) For the current year	586,783	1,636,843
Closing Balance	1,547,481	960,698
<b>Total</b>	<b>1,547,481</b>	<b>960,698</b>

**Note 3**

Other Current Liabilities

	(Amount in Rs)	
	2014-15	2013-14
(a) Other statutory payables	264,535	300,688
<b>Total</b>	<b>264,535</b>	<b>300,688</b>



NOTE  
4

Fixed Assets	Gross Block						Accumulated Depreciation				Net Block	
	Balance as at 1 April 2014	Additions/ (Disposals)	Acquired through business combinations	Revaluations/ (Impairments)	Balance as at 31 March 2015	Balance as at 31 April 2014	Depreciation charge for the year	Adjustment due to revaluations	On disposals	Balance as at 31 March 2015	Balance as at 1 April 2014	Balance as at 31 March 2015
Tangible Assets												
Plant and Equipment	91,000	-	-	-	91,000	15,106	12,992	-	-	28,098	75,894	62,902
Furniture and Fixtures	17,879	-	-	-	17,879	9,838	3,712	-	-	13,550	8,041	4,329
Computers	48,549	-	-	-	48,549	33,660	10,430	-	-	44,090	14,889	4,459
Others (specify nature)	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>157,428</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>157,428</b>	<b>58,604</b>	<b>27,134</b>	<b>-</b>	<b>-</b>	<b>65,738</b>	<b>98,804</b>	<b>71,690</b>
<b>Total</b>	<b>157,428</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>157,428</b>	<b>58,604</b>	<b>27,134</b>	<b>-</b>	<b>-</b>	<b>65,738</b>	<b>98,804</b>	<b>71,690</b>
Previous Year	1,891,568	(1,794,140)	-	-	157,428	34,639	23,965	-	-	58,604	1,916,929	98,824



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

Note 5

Non-current investments

(Amount in Rs)

Particulars	2014-15	2013-14
<b>Other investments</b>		
(a) Investment Property	1,516,847	1,516,847
(b) Investment in equity instruments	55,850	55,850
<b>Total</b>	<b>1,572,697</b>	<b>1,572,697</b>
<b>Total</b>	<b>1,572,697</b>	<b>1,572,697</b>

Note 6

Long Term Loans and Advances

(Amount in Rs)

	2014-15	2013-14
<b>a. Other loans and advances (specify nature)</b>		
Secured, considered good	11,700,358	5,071,677
Unsecured, considered good	-	-
Doubtful	-	-
Less: Provision for _____	-	-
	<b>11,700,358</b>	<b>5,071,677</b>
	<b>11,700,358</b>	<b>5,071,677</b>

Note 7

Current Investments

(Amount in Rs.)

Particulars	2014-15	2013-14
(a) Investments in partnership firms*	7,750,000	-
<b>Total (A)</b>	<b>7,750,000.00</b>	
Less: Provision for diminution in the value of investments	-	-
<b>Total</b>	<b>7,750,000.00</b>	

(Amount in Rs.)

Particulars	2014-15	2013-14
Aggregate amount of listed investments (Market value of ___ (Previous Year) ___)		
Aggregate amount of unquoted investments (Previous Year ___)		



Note #	Amount in Rs	
	2016-15	2015-14
<b>Inventories</b>		
a. Stock-in-trade (Valued at Cost)	18,270,417.00	2,256,805.00
b. Work in Process (Valued at Cost)		10,805,233.00
	18,270,417.00	13,061,838.00
<b>Total</b>	18,270,417.00	13,061,838.00

Note #	Amount in Rs	
	2016-15	2015-14
<b>Trade Receivables</b>		
Trade receivables outstanding for a period less than six months from the date they are due for payment.	2,355,847	506,706
Unsecured, considered good	2,355,847.00	506,706.00
Trade receivables outstanding for a period exceeding six months from the date they are due for payment	751,072	12,923,584
Unsecured, considered good	751,072.00	12,923,584.00
<b>Total</b>	2,606,899.00	13,430,290.00



**Note 10**

**Cash and cash equivalents**

	2014-15	2013-14	(Amount in Rs.)
a. Balances with banks*			4,450,644.00
This include:			
Current accounts	1,076,311.00	1,076,311.00	4,430,644.00
• Cash on hand*			223,780.00
d. Fixed Deposit (pledge with Bank for Guarantee)			4,954,310.00

\*Reconciliation statements, if any, in a copy of each and bank balances shall be separately stated.

**Note 11**

**Short-term loans and advances**

	2014-15	2013-14	(Amount in Rs.)
a. Others (specify nature)			
Advances for Property	13,700,000.00	10,060,000.00	10,050,000.00
			13,700,000.00
			13,700,000.00

**Note 12**

**Other Current Assets**

Particulars	2014-15	2013-14	(Amount in Rs.)
Prepaid Income Tax / Advance Tax / T.D.S. (net of provisions, if any)	336,088.00	191,718.00	191,718.00
		178,018.00	191,718.00
		155,048.00	191,718.00



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

**Note 13**

**Revenue from operations**

(Amount in Rs)

Particulars	2014-15	2013-14
Sale of products	14,116,829	29,944,099
Other operating revenues	1,271,333	1,035,040
<b>Total</b>	<b>15,388,162</b>	<b>30,979,139</b>

Other Operating Income Includes:	2014-15	2013-14
1. Commission Income	116,343	37,095
2. Consultancy Fees	150,000	-
3. Loan Interest Income	897,617	938,605
4. Sales Commission Income	-	-
5. Interest on FD	107,373	59,340
<b>Total</b>	<b>1,271,333</b>	<b>1,035,040</b>

**Note 14**

**Other Income**

(Amount in Rs)

Particulars	2014-15	2013-14
Dividend Income	4,293	2,836
Net gain/loss on sale of fixed assets	-	55,860
Other income (Rent Income)	160,000	45,000
Day Trading Income	208	873
Profit of Commodity Transaction	-	208,262
Rate Difference	158,726	15,740
VAT Written Off	3,979	64,282
Excess Provision of Income Tax	2,564	-
Interest Income	315,620	-
Creditors Written off	72,644	-
Prior Period Item (Hankal Commission)	25,401	-
<b>Total</b>	<b>783,435</b>	<b>392,853</b>

**Note 15**

**Purchases of Stock-in-Trade**

(Amount in Rs)

Particulars	2014-15	2013-14
Purchases of Stock-in-Trade (Oil)	18,529,607	31,325,299
<b>Total</b>	<b>18,529,607</b>	<b>31,325,299</b>



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15****Note 16****Changes in inventories of finished goods work-in-progress and Stock-in-Trade (Amount in Rs)**

Particulars	2014-15	2013-14
Opening Stock :		
Work-in-Process	10,805,233	
Traded Items	2,256,605	8,020,790
Closing Stock :		
Work-in-Process		10,805,233
Traded Items	18,270,417	2,256,605
<b>Total</b>	<b>(5,208,575)</b>	<b>(5,041,048)</b>

**Note 17****Employee Benefits Expense**

	2014-15
(a) Salaries and incentives	252,500
<b>Total</b>	<b>252,500</b>

**Note 18****Finance costs (Amount in Rs)**

Particulars	2014-15	2013-14
Interest expense	10,045	
<b>Total</b>	<b>10,045</b>	



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

Note 19

Other expenses

Particulars	(Amount in Rs)	
	2014-15	2013-14
Advertisement Expenses	21,885	1,528
Bank Charges	4,071	2,341
Commodity Trading Charges	108	4,189
Commodity Expenses	1,158	106,562
Commission Exp	12,000	-
Donation	501	3,001
Depository Expenses	-	24,439
Day Trading loss	173	-
Electricity expenses	2,000	23,248
Interest on TDS	27	207
Internal Audit Fees	61,824	-
Klear A/c	7,624	22,434
Listing Fees	137,322	10,416
Labour Charges	7,000	32,100
Legal and Consultancy Fees	85,000	-
Maintenance Charges	35,808	-
Municipal Tax	4,638	1,030
Newspaper and periodicals	-	3,972
Office Expenses	24,198	22,027
Other Expenses	12,114	-
Postage & Courier Charges	41,728	10,046
Petrol & Diesel Exp.	14,230	13,012
Professional Fees	82,354	190,081
Professional Tax	2,400	2,400
Profit/loss of Commodity	577,450	-
Profit/loss of Shares	4,122	-
Printing & Stationery	68,593	18,121
Rent	150,800	49,008
Round Off	-	8
AOC Fees-expenses	8,400	12,242
Travelling Expenses	13,300	30,000
Telephone Expenses	12,446	29,780
Securities trading Charges	99	16,047
Share Transfer Agency Fees	32,564	32,564
Speculation Loss	-	52,747
Transport charges on purchase	124,120	919,453
VAT Exp.	66,768	-
Payments to the auditor as	-	-
1. auditor	44,944	44,944
Miscellaneous expenses	130	938
<b>Total</b>	<b>1,833,090</b>	<b>1,722,642</b>



**Note 20: SIGNIFICANT ACCOUNTING POLICIES**

**1. BASIS OF ACCOUNTING:**

The Accounts of the Company are prepared under historical cost convention on accrual basis on going concern concept and complied with mandatory Accounting Standards issued by ICAI. Accounting Policies have been consistently applied by the company and are consistent with those used in previous year.

**2. FIXED ASSETS AND DEPRECIATION:**

A) In case of Tangible Assets, Assets are stated at acquisition cost, net of accumulated depreciation.

B) Company doesn't have any intangible assets.

C) Effective 1st April 2014, the company depreciates its fixed assets over the useful life in the manner prescribed in Schedule II of the Act, as against the earlier practice of depreciating at the rates prescribed in Schedule XIV of the Companies Act 1956.

D) In case of pre-owned assets, the useful life is estimated on a case to case basis.

**3. INVESTMENTS:**

Long Term investments are stated at cost and provision for diminution in value, thereof is made, wherever such a diminution is other than temporary.

**4. REVENUE RECOGNITION:**

Company recognizes sale of goods upon passing of title of goods to the customers which generally coincides with their delivery.

**5. VALUATION OF INVENTORIES:**

Inventory of Finished Goods (Traded Goods) are valued at Cost (FIFO Basis) or Net realizable Value, whichever is lower.

**6. RETIREMENT BENEFITS:**

The management of the company has decided to provide for Gratuity liability on cash basis, since the company has got limited number of employees and its impact on profitability of the company shall not be material.



**7. TAXATION:**

Income tax has been provided as per the provisions of The Income Tax Act, 1961.

**8. CONTINGENT LIABILITIES:**

There are no Contingent liabilities.

**9. EARNINGS PER SHARE:**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period.

**10. Details of Related Party Transactions during the year ended on 31st March 2015:**

Type of Transactions		Name of Related Party	Nature of Relation	Key Management Personnel	Amount in Rs.
Expenses	Remuneration	Dhiraj Patel	Director	Yes	225000
Expenses	Rent	Pravin R. Patel	Brother of Director	No	144000

As per our separate Report of even Date

On Behalf of the Board of Directors of  
PATIDAR BUILDCON LIMITED

FOR, K. C. Parikh & Associates

Chartered Accountants

FRN. : 107550W

CA. Chintan M. Doshi

Partner

M. No. 118298

Surendranagar, 30th May 2015

DHIRAJ PATEL

Director

RAJNIKANT PATEL

Managing Director

DHARMENDRA SHAH

CFO

Surendranagar, 30th May 2015



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

**PATIDAR BUILDCON LIMITED**  
**LATI BAZAR, JORAVARNAGAR, DIST. - SURENDRANAGAR GUJARAT- 363020**

**ATTENDANCE SLIP**

Name of the attending Member (In Block Letters): \_\_\_\_\_  
Folio No/ DPID / Client ID : \_\_\_\_\_  
Name of the Proxy : \_\_\_\_\_  
(To be filled in if the Proxy attends instead of the Member)  
No. of Shares held: \_\_\_\_\_  
(In words) \_\_\_\_\_

I hereby record my presence at Annual General Meeting of the Company at **LATI BAZAR, JORAVARNAGAR, DIST. - SURENDRANAGAR GUJARAT- 363020** on Wednesday, 30<sup>th</sup> day of September, 2015 and at any adjournment thereof.

\_\_\_\_\_  
Signature of Shareholder / Proxy

**Form No. MGT-11**  
**Proxy form**

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

CIN: L99999GJ1989PTC058691

Name of the company: **PATIDAR BUILDCON LIMITED**

Registered office: **LATI BAZAR, JORAVARNAGAR, DIST. - SURENDRANAGAR GUJARAT- 363020**

Name of the member(s): \_\_\_\_\_  
Registered address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_  
Folio No/ Client Id: \_\_\_\_\_  
DP ID: \_\_\_\_\_

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

Name: \_\_\_\_\_  
Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_  
Signature: \_\_\_\_\_

Name: \_\_\_\_\_  
Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_  
Signature: \_\_\_\_\_



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of the company, to be held on 30<sup>th</sup> day of September, 2015 At 09:00 a.m. at LATI BAZAR, JORAVARNAGAR, DIST. - SURENDRANAGAR GUJARAT- 363020 and at any adjournment thereof in respect of such resolutions as are indicated below:

SR. NO.	RESOLUTION	FOR	AGAINST
<b>Ordinary Business</b>			
1.	Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended March 31, 2015		
2.	Appointment of a director in place of Mr. Dhirajlal Patel (Din: 02082578), who retires by rotation and being eligible, seeks re-appointment.		
4.	Ratification of Appointment of M/s. K. C. Parikh & Associates, Chartered Accountants (Firm Registration No. 107550W) as the Statutory auditors of the Company		
<b>Special Business</b>			
5.	To change of the place of keeping Statutory Registers & Annual returns of the Company		

Signed this.....day of ....., 2015.

\_\_\_\_\_  
Signature of Shareholder

Affix  
Revenue  
Stamp

\_\_\_\_\_  
Signature of Proxy holder(s)

**Note:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



**PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15**

**Form No. MGT-12**

**Polling Paper**

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

Name of the Company: <b>PATIDAR BUILDCON LIMITED</b>				
Registered office: <b>LATI BAZAR, JORAVARNAGAR, DIST. - SURENDRANAGAR GUJARAT- 363020</b>				
<b>BALLOT PAPER</b>				
Sr. No.	Particulars	Details		
1.	Name of the First Named Shareholder (In block letters)			
2.	Postal address			
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)			
4.	Class of Share	Equity Shares		
I hereby exercise my vote in respect of Ordinary/ Special Resolutions enumerated below by recording my assent or dissent to the said resolution in the following manner:				
Sr. No.	Particulars of Items	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended March 31, 2015.			
2.	Appointment of a director in place of Mr. Dhirajlal Patel (Din: 02082578), who retires by rotation and being eligible, seeks re-appointment.			
4.	Ratification of Appointment of M/s. K. C. Parikh & Associates, Chartered Accountants [Firm Registration No. 107550W] as the Statutory auditors of the Company			
<b>Special Business</b>				
5.	To change of the place of keeping Statutory Registers & Annual returns of the Company			

PLACE: SURENDRANAGAR

DATE:

\_\_\_\_\_  
Signature of the shareholder

PATIDAR BUILDCON LTD  
LATI BAZAR, JORAVARNAGAR,



## PATIDAR BUILDCON LIMITED 29th Annual Report 2014-15

SURENDRANAGAR -363020  
 (T) 9825355961; 9879489596  
 www.patidarbuildconltd.com  
 Email: patidarbuildconltd@rocketmail.com  
 CIN: L99999GJ1909PTC058691

Name of the Sole / First Named Member :

Address of Sole / First Named Member :

Registered Folio no. :  
 DPID /Client ID :  
 Number of shares held :  
 Dear Member,

### SUBJECT: PROCESS AND MANNER FOR AVAILING REMOTE E-VOTING FACILITY

Pursuant to provisions of section 10B of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management & Administration) Amendment Rules, 2015, and Clause 35B of the Listing Agreement, the Company is pleased to offer remote e-voting facility to the members to cast their votes electronically as an alternative to participation at the 26<sup>th</sup> Annual General Meeting of the Company to be held on **30<sup>th</sup> SEPTEMBER, 2015** at **LATI BAZAR, JOBAVARNAGAR, SURENDRANAGAR -363020**. The Company has engaged the services of Central Depository Services (I) Limited ("CDSL") to provide remote e-voting facilities. Remote e-voting means the facility to cast votes by a Member using electronic voting system from a place other than the venue of the AGM. The remote e-voting facility is available at the link <https://www.evotingindia.com>.

The electronic voting particulars are set out below:

EVEN (E-voting event number)	User ID :	Password / Sequence No:

The remote e-voting facility will be available during the following voting period:

COMMENCEMENT OF REMOTE E-VOTING	END OF REMOTE E-VOTING
27 <sup>th</sup> September, 2015 (09.00 A.M.)	29 <sup>th</sup> September, 2015 (5.00 P.M.)

Please read the instructions printed below before exercising the vote. These details and instructions form integral part of the Notice for the Annual General Meeting to be held on 30<sup>th</sup> SEPTEMBER, 2015.

**MEMBERS ARE REQUESTED TO FOLLOW THE INSTRUCTIONS FOR REMOTE E-VOTING AS MENTION IN THE ANNUAL REPORT.**

#### ➔ ROUTE MAP FOR AGM

**PATIDAR BUILDCON LIMITED**  
 LATI BAZAR, JOBAVARNAGAR,  
 DIST. SURENDRANAGAR - 363020.





**To,**

If undelivered, please return to :

**PATIDAR BUILDCON LIMITED**

Lati Bazaar, Jorawar Nagar, District Surendranagar,

Gujarat - 363 020. INDIA

M. 098253 55961