

# **Annual Report**

**2013-2014**

## **VORA CONSTRUCTIONS LIMITED**

B-14, Gopuram CHS Ltd. Somani Gram,  
Ram Mandir Road, Goregaon (West), Mumbai – 400 104

**VORA CONSTRUCTIONS LIMITED**

**BOARD OF DIRECTORS**

PURUSHOTTAM BOHRA – Managing Director  
PARASMAL JAIN (GULECHHA) – Non-Executive,  
Independent Director  
VINOD CHOPRA – Non-Executive, Independent  
Director

**AUDITORS**

J. P. CHATURVEDI & CO.  
Chartered Accountants,  
Mumbai

**BANKERS**

INDIAN BANK  
Mumbai

**REGISTERED OFFICE**

B-14, Gopuram CHS Ltd., Somani Gram,  
Ram Mandir Road,  
Goregaon (West),  
Mumbai – 400 104  
Email: voraconstructions@ymail.com  
CIN: L45200MH1985PLC036089

**SHARE TRANSFER AGENT**

PURVA SHAREGISTRY INDIA PVT. LTD.,  
Shiv Shakti Industrial Estates, G. Floor,  
Unit No. 9, 7-B, J. R. Boricha Marg,  
Sitaram Mill Compound, Mumbai- 400 011.  
Phone: (022) 2301 6761/ 2301 8261  
Fax: (022) 2301 8261

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## VORA CONSTRUCTIONS LIMITED

### NOTICE

Notice is hereby given that the Twenty Ninth Annual General Meeting of the shareholders of Vora Constructions Limited will be held on Tuesday, 30<sup>th</sup> September, 2014 at 71, Laxmi Building, Sir P. M. Road, Fort, Mumbai - 400001 at 10.30 A.M. to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2014 and Statement of Profit & Loss Account of the Company for the year ended on that Date and Reports of the Directors' and Auditors' thereon.
2. To appoint a Director in place of Shri Vinod Chopra (DIN: 02257009), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment and in this regard to consider, and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Vinod Chopra, who was appointed as a Director liable to retire by rotation, and whose term expires at this Annual General Meeting, be and is hereby appointed as Non-executive Independent Director of the Company to hold office for a term of 5 (Five) consecutive years upto the conclusion of the 34<sup>th</sup> Annual General Meeting of the Company and not liable to retire by rotation.

3. To appoint Auditors of the Company and to fix their remuneration and in this regard to consider, and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

**"RESOLVED THAT,** 'M/s. J. P. Chaturvedi & Co.' Chartered Accountants (Firm Registration No 130274W), the retiring auditors of the Company be and are hereby appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company and remuneration be decided by the Board of Directors of the Company."

### SPECIAL BUSINESS

4. To appoint Shri Parasmal Jain - Gulechha (DIN: 02257253) as an Independent Director and in this regard to consider, and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution :

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors ) Rules, 2014 ( including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Parasmal Jain - Gulechha, Who was appointed as Director liable to retire by rotation, be and is hereby appointed as Non-executive Independent Director of the Company to hold office for a term of 5 (Five) consecutive years upto the conclusion of the 34<sup>th</sup> Annual General Meeting of the Company and not liable to retire by rotation.

**VORA CONSTRUCTIONS LIMITED**

5. To provide borrowing Limit authority to Directors as per section 180(1)(c) upto Rs. 25 Crores (Rupees Twenty Five Crores Only) as further borrowings may exceed the total aggregate of its free reserve and paid up capital Limits. In this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT**, pursuant to the provisions of section 180(1)(c) of the Companies Act, 2013 read with Companies (Meetings Of Boards and Its Power) Rules 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the long term borrowing Limits of the company upto Rs. 25 Crores (Rupees Twenty Five Crores Only) be and are hereby approved by the Members of the company. The board can borrow money up to the set limit through simple board resolution in future.”

**“RESOLVED FURTHER THAT**, the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors

Place: Mumbai  
Date: August 28, 2014

**Purushottam Bohra**  
Mg. Director

## VORA CONSTRUCTIONS LIMITED

### NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument appointing proxy should, however be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 24th September 2014 to Tuesday, 30th September 2014 (both days inclusive).
3. Members are requested to expeditiously intimate any change in their address registered with the Company. Members holding shares in physical form can submit their PAN details to the Company / Registrars and Transfer Agents, M/s. Purva Sharegistry (India) Pvt. Ltd.
4. Members are requested to bring their copies of the Annual Report at the time of Annual General Meeting.
5. The Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013, in regard to the business as set out in the notice is annexed hereto.
6. The Notice of AGM along with the Annual Report 2013-14 is being sent by electronic mode to those members whose email addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their email addresses, physical copies are being sent by permitted mode.
7. Voting through Electronic means:  
  
In compliance with provision of Section 108 of the companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, the Company is pleased to provide members, the facility to cast their vote electronically, through the e-voting services provided by Central Depository Services (India) Limited (CDSL), on all resolutions set forth in this Notice. The e-voting facility is available at the link <https://www.evotingindia.co.in>
8. The instructions and process for e-voting as under:
  - i) The voting period begins on Tuesday, 23<sup>rd</sup> September, 2014 at 9.00 a.m. and ends on Thursday, 25<sup>th</sup> September, 2014 at 6.00 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) Thursday, 28<sup>th</sup> August, 2014, may cast their vote electronically. The e-voting module shall be classified by CDSL for voting thereafter.
  - ii) The voting rights of Members shall be in proportion to their equity shareholding in the paid up equity share capital of the Company as on 28<sup>th</sup> August, 2014.
  - iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
  - iv) Click on "Shareholders" tab.
  - v) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID
    - b. 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.

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- 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) For Shareholders holding shares in physical form and first time users holding shares in electronic form, the steps given below are to be followed:

|                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|-----------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 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 last 8 digits of the demat account / folio number in the PAN field.</li><li>● In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.</li></ul> |
| DOB                   | <p>Enter the date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| Dividend Bank Details | <p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"><li>● Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field</li></ul>                                                                                                                                                                                                                                                                           |

- ix) After entering these details appropriately, click on "SUBMIT" tab.
- x) Members holding shares in physical form will then reach directly 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 e-voting on the resolutions contained in this Notice.
- xii) Click on the EVSN for **Vora Constructions Limited** 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.

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- xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xviii) If Demat account holder has forgotten the changed 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.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
  - 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)
  - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - The list of accounts 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.
  - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- xx) 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)

### Other Instructions:

1. Ms. Shikha Fatehpuria, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. 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 favour or against, if any, forthwith to the Chairman of the Company.
2. In terms of Clause 35B of the Listing Agreement, in order to enable its members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, a Ballot Form is sent along with this Notice. A member desiring to exercise vote by Ballot shall complete the said Ballot Form with assent (for) or dissent (against) and send it to Ms. Shikha Fatehpuria, Scrutinizer at her office situated C-303, Palm Spring Complex, Near D-Mart, Malad (West), Mumbai – 400 064, Email : [csshikhafatehpuria@gmail.com](mailto:csshikhafatehpuria@gmail.com), so as to reach her on or before 25<sup>th</sup> September, 2014 by 6.00 p.m. Any Ballot Form received after the said date shall be treated as if the reply from the Members has not been received.
3. Members have the option to request for physical copy of the Ballot Form by sending an e-mail to [csshikhafatehpuria@gmail.com](mailto:csshikhafatehpuria@gmail.com) by mentioning their Folio No./DP ID and Client ID No. However, the duly completed Ballot Form should reach the Scrutinizer's Office not later than Wednesday, 25<sup>th</sup> September, 2014 (6.00 p.m. IST).

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**A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both these modes, then voting done through e-voting shall prevail and the vote cast through Ballot shall be treated as invalid.**

4. The Results shall be declared along with the Scrutinizer's Report and shall be placed on the Company's website [www.voraconstructions.com](http://www.voraconstructions.com) and on the website of CDSL [www.evoting.cdsi.com](http://www.evoting.cdsi.com) within 2 (two) days of passing of the resolutions at the 29th Annual General Meeting and will be communicated to BSE Limited, Delhi Stock Exchange Limited and Ahmedabad Stock Exchange Limited, where the shares of the company are listed.

**Explanatory Statement pursuant to section 102 of the Companies Act, 2013 ("Act") sets out all material facts relating to the business mentioned at item nos. 4 & 5 of the accompanying notice dated 28th August, 2014**

### ITEM NO. 4

Shri. Parasmal Jain (Gulechha) was appointed as Independent Non-Executive Director whose period of office is liable to be determined by retirement of Directors by rotation under the erstwhile applicable provisions of the Companies Act, 1956. In terms of sections 149 and 152 and all other applicable provisions of the Companies Act, 2013 and the rules made there under, Shri. Parasmal Jain (Gulechha) is now being appointed as Non – Executive Independent Director for the terms of 5 (five) consecutive years upto the conclusion of the 34th Annual General Meeting of the Company and not liable to retire by rotation.

No other director is interested in the resolution with regards to their appointment.

### ITEM NO. 5:

Under section 180 (1)(c) of the companies act, 2013 ("Act"), the Board of Directors of a company cannot, except with the consent of the shareholders in general meeting, borrow monies, apart from temporary loans in the ordinary course of business, in excess of the aggregate of the paid up capital and free reserves of the Company.

Taking into consideration the future requirements of additional funds to meet the cost of the company's projects expansion, capital expenditure requirements and additional long term working capital requirement of the company, it is proposed to have the consent to borrow to the extent upto Rs. 25 crores over and above paid up capital and free reserves of the company.

The consent and approval of the shareholders is therefore sought in accordance with the provisions of the section 180 (1)(c) of the Act, to enable the Directors to borrow monies provided the total amount so borrowed by the board not to exceed Rs. 25 crores.

The resolution under item no is to obtain the consent of the shareholders for this purpose.



## VORA CONSTRUCTIONS LIMITED

### DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the Twenty Ninth Annual Report together with the Audited Accounts for the year ended March 31, 2014.

### FINANCIAL RESULTS

| PARTICULARS                       | (Amount in ₹)           |                         |
|-----------------------------------|-------------------------|-------------------------|
|                                   | Year ended<br>31/3/2014 | Year ended<br>31/3/2013 |
| Net Sales/ Income from Operations | 4,67,41,412             | 1,48,51,578             |
| Total Expenditure                 | 4,66,99,196             | 1,51,85,092             |
| Profit/ (Loss) before Tax         | 42,216                  | (3,33,514)              |
| Provision for Taxation            | 15,000                  | 0                       |
| Net Profit/ (Loss)                | 27,216                  | (3,33,514)              |

### DIVIDEND

Due to carry forward losses, your Directors do not recommend payment of dividend for the year ended March 31, 2014.

### PERFORMANCE

Income from Operations during the year was ₹ 4,67,41,412/- as compared to ₹ 1,48,51,578/- in the previous year. The net profit incurred during the year was ₹ 27,216/- as compared to net loss of ₹ 3,33,514/- in the previous year. Due to recession prevailing in the market, the Company has not taken any new project and is exploring new and suitable areas of business to diversifying its activities.

### FUTURE PROSPECTUS

The Company, being registered as Non Banking Finance Company, has been carrying out the activities of Financing & Trading in shares & securities. The business, being very speculative & volatile due to various factors, is averse to high risk. It also requires a high degree of analytical abilities and constructive research with long term investments requiring huge funds. It is therefore thought fit to give up these activities and to deploy surplus funds if any for investments that are of long term nature.

Keeping in view the present scenario and various regulatory requirements it is thought proper to shift the focus to carry out the construction & infrastructure activities which are permitted by the main objects of the company. As the country is going through the transformation process there will be good prospects for constructions & infrastructure activities and also keeping in view the enormous possibilities of growth in constructions & infrastructure sector it is thought proper to transform from finance & trading in shares and securities to construction & infrastructure activities.

The Board is of the view that to carry out these activities suitable funds as required will have to be raised from time to time.

### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Directors confirm that:

1. In the preparation of the annual accounts, the applicable accounting standards had been followed;
2. Appropriate accounting policies as mentioned in Note No. 1 have been applied consistently and have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2014 and of the profit of the Company for the year ended on that date.

## **VORA CONSTRUCTIONS LIMITED**

3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The annual accounts have been prepared on a going concern basis.

### **LISTING AGREEMENT**

Pursuant to Clause 32 of the listing agreement with Mumbai Stock Exchange, the Company declares that its securities are listed on Mumbai Stock Exchange. Listing fees have been duly paid to the Mumbai Stock Exchange for the year 2014-2015.

### **DIRECTORS**

Mr. Vinod Chopra retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for reappointment. He will be re-appointed as Non-executive Independent Director for a period of five years.

Mr. Vinod Chopra is M.B.A., C.F.A. and has vast experience in finance and business management. The Board recommends his appointment.

Mr. Parasmal Jain (Gulechha) has more than 26 years experience in the field of manufacturing and the Board also propose his appointment as Non-executive Independent Director.

### **FIXED DEPOSITS**

The company has not accepted and for renewed any fixed deposit from the public during the year under review.

### **EMPLOYEES**

No employee is receiving remuneration beyond the limit prescribed under the provisions of Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 as amended up to date.

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO**

The company has no activities relating to conservation of energy or technology absorption hence, the information as required under section 217 (1) (a) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is not applicable. The Company has no foreign exchange earning and outgo during the year under review.

### **AUDITORS**

M/s. J. P. Chaturvedi & Co., Chartered Accountants, Auditors of the Company, retires on conclusion of the ensuing Annual General Meeting. However, they are eligible for reappointment and members are requested to appoint the Auditors for the year 2014 - 2015 and fix their remuneration.

### **SECRETARIAL AUDIT REPORT**

The Company has obtained Secretarial Audit Report from M/s. GMJ & ASSOCIATES, Company Secretaries in whole-time practice under section 383A of the Companies Act, 1956 and it forms part of the balance sheet.

By Order of the Board of Directors

Place: Mumbai  
Date: August 28, 2014

**Parasmal Jain**  
Director

**Purushottam Bohra**  
Mg. Director

# GMJ & ASSOCIATES

Company Secretaries

3<sup>rd</sup> & 4<sup>th</sup> Floor, Vastu Darshan  
'B' Wing, Above Central Bank of India,  
Azad Road, Andheri(East),  
Mumbai-400069  
Tel.: 61919293  
E-mail : cs@gmj.co.in

## COMPLIANCE CERTIFICATE

(Under Proviso to Sub-Section (1) of Section 383 A of the Companies Act, 1956)

Registration No. : 11-036089 of 1985  
Nominal Capital : ₹ 2,25,00,000/  
Paid-up Capital : ₹ 1,99,96,000/

To  
The Members,  
**VORA CONSTRUCTIONS LIMITED**

We have examined the registers, records, books and papers of **VORA CONSTRUCTIONS LIMITED** having its registered office at B-14, Gopuram CHS Ltd., Somani Gram, Ram Mandir Road, Goregaon (West), Mumbai – 400 104 as required to be maintained under the Companies Act, 1956, (the Act) and the rules made thereunder. The Companies Act, 2013 **to the extent notified** and also the provisions contained in the Memorandum and Articles of Association of the company for the financial year ended on 31st March, 2014. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that in respect of the aforesaid financial year:

01. the company has kept and maintained all registers as stated in Annexure “A” to this certificate as per the provisions and the rules made thereunder and all entries therein have been duly recorded.
02. the company has duly filed the forms and returns as stated in Annexure “B” to this certificate with the Ministry of Corporate Affairs within the time prescribed under the Act and the rules made thereunder except as specified in the said Annexures.
03. the company is a public limited company and hence comments are not required.
04. the Board of Directors duly met 4 times on 30<sup>th</sup> May, 2013, 14<sup>th</sup> August, 2013, 15<sup>th</sup> November, 2013 and 14<sup>th</sup> February, 2014 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the minutes Book maintained for the purpose.
05. the company has closed its Register of Members from 24<sup>th</sup> September, 2013 to 30<sup>th</sup> September, 2013 and duly complied with the provisions of section 154 of the Act.
06. the Annual General Meeting for the financial year ended on 31<sup>st</sup> March, 2013 was held on 30<sup>th</sup> September, 2013, after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in the Minutes Book maintained for the purpose.
07. no extra ordinary general meeting was held during the financial year under scrutiny.
08. the company has not advanced any loan to its directors and/or persons or firms or companies referred in the Section 295 of the Act.
09. no contracts were entered during the year attracting the provisions of Section 297 of the Act.
10. the company was not required to make any entries in the register maintained under Section 301 of the Act.

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11. as there were no instances falling within the purview of Section 314 of the Act, the company has not obtained any approvals from the Board of Directors, members or Central Government.
12. the company has not issued any duplicate share certificates during the financial year under scrutiny.
13. the company has :
  - i. not made any allotment/transfer/transmission of securities during the financial year.
  - ii. not deposited any amount in a separate Bank Account as no dividend was declared during the financial year.
  - iii. not posted warrants to any member of the company as no dividend was declared during the financial year.
  - iv. no amounts unpaid in dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years and hence transferring of the same to the Investor Education and Protection Fund does not arise.
  - v. duly complied with the requirements of Section 217 of the Act.
14. the Board of Directors of the company is duly constituted and there was no appointment of directors, additional directors, alternate directors and directors to fill casual vacancy during the financial year under scrutiny.
15. the appointment of Managing Director has been made in compliance with the provisions of Section 269 read with Schedule XIII to the Act.
16. the company has not appointed any sole-selling agents during the financial year under scrutiny.
17. the company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar of Companies and/or such other authorities prescribed under the various provisions of the Act.
18. the Directors have disclosed their interest in other companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. the company has not issued any shares/debentures/other securities during the financial year.
20. the company has not bought back any shares during the financial year under scrutiny.
21. the company has not issued any preference shares/debentures and hence there is no question of redemption of the same.
22. during the year there was no need for the company to keep in abeyance right to dividend, rights shares and bonus shares.
23. the company has not invited/accepted any deposits falling within the purview of Section 58A during the financial year under scrutiny.
24. The amounts borrowed by the company from other body corporate are within the borrowing limits of the company and that necessary resolution as per Section 293(1)(d) of the Act has been passed in earlier years.

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25. the company has made investments in other bodies corporate in compliance with the provisions of the Act and has made necessary entries in the register kept for the purpose.
26. the company has not altered the provisions of the Memorandum of Association with respect to situation of the company's registered office from one state to another during the year under scrutiny.
27. the company has not altered the provisions of the Memorandum of Association with respect to the objects of the company during the year under scrutiny.
28. the company has not altered the provisions of the Memorandum of Association with respect to name of the company during the year under scrutiny.
29. the company has not altered the provisions of the Memorandum of Association with respect to share capital of the company during the year under scrutiny.
30. the company has not altered its Articles of Association during the year under scrutiny.
31. there was no prosecution initiated against or show cause notice received by the company and no fines or penalties or any other punishment was imposed on the company during the financial year, for the offences under the Act.
32. the company has not received any sum as security from its employees during the year under scrutiny.
33. the provisions of Section 418 of the Act are not applicable to the company during the year under scrutiny

**For GMJ & ASSOCIATES  
Company Secretaries**

**PLACE : MUMBAI**

**DATE : 30<sup>TH</sup> MAY, 2014**

**(P. MAHESHWARI)  
PARTNER  
C. P. NO. 1432  
F.C.S. NO. 2405**

**VORA CONSTRUCTIONS LIMITED**

Reg.: **VORA CONSTRUCTIONS LIMITED**

**Registration No. : 11 - 036089 of 1985**

**Nominal Capital: ₹ 2,25,00,000/-**

**Paid-up Capital : ₹ 1,99,96,000/-**

**Annexure A**

**Registers as maintained by the Company**

- 1 Register of Charges U/S 143
- 2 Register of Members U/S. 150.
- 3 Attendance Register for General Meetings U/S. 174.
- 4 Minutes Books of General Meetings and Board Meetings U/S. 193.
- 5 Attendance Register for Board Meetings U/S. 287.
- 6 Register of Contracts U/S. 301.
- 7 Register of Directors U/S. 303.
- 8 Register of Directors Shareholding U/S. 307.
- 9 Register of Share Transfer.
- 10 Books of Accounts U/S. 209.
- 11 Register of Investments U/S 372A

**VORA CONSTRUCTIONS LIMITED**

**Annexure B**

**Forms and Returns as filed by the company with the Ministry of Corporate Affairs during the financial year ended on 31<sup>st</sup> March, 2013.**

| <b>Sr. No.</b> | <b>Form No./ Return</b>                                            | <b>Filed under Section</b> | <b>For</b>                                                                               | <b>Date of Filing</b>           | <b>Whether filed within prescribed time yes/no</b> | <b>If delay in filing whether requisite additional fee paid Yes/No.</b> |
|----------------|--------------------------------------------------------------------|----------------------------|------------------------------------------------------------------------------------------|---------------------------------|----------------------------------------------------|-------------------------------------------------------------------------|
| 01.            | Form No. 23B                                                       | 224(1A)                    | Appointment of Auditor for year ended 31 <sup>st</sup> March, 2014                       | 18 <sup>th</sup> October, 2013  | Yes                                                | ---                                                                     |
| 02.            | Compliance Certificate in Form No. 66                              | 383A                       | The year ended 31 <sup>st</sup> March, 2013                                              | 21 <sup>st</sup> October, 2013  | Yes                                                | ---                                                                     |
| 03.            | Balance Sheet and Profit & Loss Account in Form No. 23AC and 23ACA | 220                        | the year ended 31 <sup>st</sup> March, 2013                                              | 22 <sup>nd</sup> October, 2013  | Yes                                                | ---                                                                     |
| 04.            | Annual Return in Form No. 20B                                      | 159                        | as on the date of the Annual General Meeting held on 30 <sup>th</sup> September, 2013    | 23 <sup>rd</sup> November, 2013 | Yes                                                | ---                                                                     |
| 05.            | Form No. 18                                                        | 146                        | Notice of situation or change of situation of Registered Office w.e.f. November, 30 2013 | 16 <sup>th</sup> December, 2013 | Yes                                                | No                                                                      |

# **VORA CONSTRUCTIONS LIMITED**

## **INDEPENDENT AUDITORS' REPORT**

**To,  
The Members of VORA CONSTRUCTIONS LIMITED,**

### **Report on the Financial Statements**

We have audited the accompanying financial statements of VORA CONSTRUCTIONS LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2014, 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**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in Sub-Section (3C) of Section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

### **Opinion**

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

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2014;
- (b) in the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.



## VORA CONSTRUCTIONS LIMITED

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that:
  - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - c. the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d. in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956 read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013;

on the basis of written representations received from the directors as on 31st March, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.

For **J. P. CHATURVEDI & CO.**

Chartered Accountants

FRN: 130274W

Place : Mumbai  
Dated : May 30, 2014

**J. P. Chaturvedi**

Proprietor

M. No.: 031373

## VORA CONSTRUCTIONS LIMITED

### ANNEXURE TO AUDITORS' REPORT

(Referred to in paragraph 1 of our report of even date on the accounts of VORA CONSTRUCTIONS LIMITED for the year ended on 31st March, 2014)

- 1) The provisions of clauses ii, xi, xii, xiii, xv, xvi, xvii, xviii, and xix of paragraph 4 and 5 of the Companies (Auditors Report) Order, 2003 are not applicable for the current year.

- 2) Fixed Assets:

- (a) The Company has maintained proper record showing full particulars including quantitative details and situation of fixed assets.
- (b) All fixed assets have been physically verified by the management at reasonable intervals during the year and no discrepancies were noticed on such verification.
- (c) No substantial part of fixed assets has been disposed off during the year.

- 3) (a) Loans taken by the company:

As per the information and explanation given to us, the Company has not taken during the year any loan from any Company, Firm or other party listed in the register mentioned under Section 301 of the Companies Act, 1956. As per the information and explanation given to us, there is no Company under the same management as defined under Section 370 (1B) of the Companies Act, 1956.

- (b) Loans given by the company:

As per the information and explanation given to us the Company has not granted any loan to any Company, Firm or other party listed in the register mentioned under Section 301 of the Companies Act, 1956.

- 4) In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchase and sale of inventories and assets.
- 5) According to the information and explanations given provided by the management there have been no transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956.
- 6) In our opinion and information and explanation given to us, the Company has not accepted any deposits in contravention of the provisions of Section 58A of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975.
- 7) During the year, the Company had an internal audit system, which, in our opinion, is commensurate of the size of the Company and nature of its business.
- 8) The Central Government has not prescribed maintenance of cost records under 209 (1) (d) of the Companies Act, 1956.
- 9) (a) In our opinion and according to the information and explanation given to us, provident fund and state Insurance Schemes are not applicable to the Company.  
  
(b) As per the information and explanation given to us the Company does not have any undisputed amounts payable in respect of Income Tax, Wealth Tax, Customs Duty and Excise Duty outstanding as at the last day of the Financial Year for a period of more than six months from the date they become payable.
- 10) According to the Cash Flow Statement and other records examined by us, and the information and explanations given to us, on overall basis, funds raised on short term basis have, prima facie, not been used during the year for long term investments (fixed assets etc.) and vice versa, other than temporary deployment pending application.

**VORA CONSTRUCTIONS LIMITED**

- 11) The Company is not a Sick Industrial Unit within the meaning of Clause (c) of Sub Section (1) of Section 3 of Sick Industrial Companies (Special Provision) Act, 1985.
- 12) The Company has maintained proper records in respect of transactions and timely entries have been made in respect of purchase and sale of shares during the year.
- 13) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the company was noticed or reported during the year.
- 14) The company is engaged and continue to undertake the business of Non-Banking Financial Institution (NBFI) for the financial year ended on March 31, 2014 and are eligible to hold the certificate of registration granted by Reserve Bank of India (RBI) under section 45-IA of the RBI Act, 1934.

**For J. P. CHATURVEDI & CO.**  
Chartered Accountants  
FRN: 130274W

Place : Mumbai  
Dated : May 30, 2014

**J. P. Chaturvedi**  
Proprietor  
M. No.: 031373

# VORA CONSTRUCTIONS LIMITED

## Balance Sheet as at 31st March, 2014

(Amount in ₹)

| Particulars                                        | Note No. | As at March 31, 2014           | As at March 31, 2013     |
|----------------------------------------------------|----------|--------------------------------|--------------------------|
| <b>I. EQUITY AND LIABILITIES</b>                   |          |                                |                          |
| (1) Shareholder's Funds                            |          |                                |                          |
| (a) Share Capital                                  | 2        | 1,99,96,000                    | 1,99,96,000              |
| (b) Reserves and Surplus                           | 3        | (4,85,920)                     | (5,13,136)               |
| (2) Non-Current Liabilities                        |          |                                | 0                        |
| (3) Current Liabilities                            |          |                                |                          |
| (a) Short-term borrowings (Inter-corporate Loan)   |          | 0                              | 20,00,000                |
| (b) Trade payables                                 |          | 0                              | 0                        |
| (c) Other current liabilities                      | 4        | 3,41,852                       | 10,00,000                |
| (d) Short-term provisions                          | 5        | 20,000                         | 36,297                   |
| <b>Total</b>                                       |          | <b>1,98,71,932</b>             | <b>2,25,19,161</b>       |
| <b>II. Assets</b>                                  |          |                                |                          |
| <b>(1) Non-current assets</b>                      |          |                                |                          |
| (a) Fixed assets                                   |          |                                |                          |
| (i) Tangible assets                                | 6        | 0                              | 590                      |
| (ii) Intangible assets                             |          |                                |                          |
| (iii) Capital work-in-progress                     |          |                                |                          |
| (iv) Intangible assets under development           |          |                                |                          |
| (b) Non-current investments                        | 7        | 11,81,125                      | 11,81,125                |
| (c) Deferred tax assets (net)                      |          | 0                              | 0                        |
| (d) Long term loans and advances                   |          | 0                              | 0                        |
| (e) Other non-current assets                       |          | 0                              | 0                        |
| <b>(2) Current assets</b>                          | 8        |                                |                          |
| (a) Current investments                            |          | 0                              | 0                        |
| (b) Inventories                                    |          | 62,35,354                      | 48,08,967                |
| (c) Trade receivables                              |          | 5,444                          | 78,926                   |
| (d) Cash and cash equivalents                      |          | 9,02,466                       | 8,38,827                 |
| (e) Short-term loans and advances                  |          | 1,15,47,543                    | 1,56,10,726              |
| (f) Other current assets                           |          | 0                              | 0                        |
| <b>Total</b>                                       |          | <b>1,98,71,932</b>             | <b>2,25,19,161</b>       |
| Summary of Significant Accounting Policies         |          |                                |                          |
| See accompanying notes to the financial statements |          |                                |                          |
| As per our report of even date attached.           |          |                                |                          |
| FOR J. P. Chaturvedi & Co.                         |          | For and on behalf of the Board |                          |
| Chartered Accountants.                             |          |                                |                          |
| FRN: 130274W                                       |          |                                |                          |
| ( J. P. Chaturvedi)                                |          | <b>Parasmal Jain</b>           | <b>Purushottam Bohra</b> |
| Proprietor.                                        |          | (DIRECTOR)                     | (MG. DIRECTOR)           |
| M. No.: 031373                                     |          |                                |                          |
| PLACE : MUMBAI                                     |          |                                |                          |
| DATE : May 30, 2014                                |          |                                |                          |

# VORA CONSTRUCTIONS LIMITED

## Statement of Profit and Loss for the year ended 31st March, 2014

(Amount in ₹)

| Particulars                                                                   | NOTE NO. | For the year ended March 31, 2014 | For the year ended March 31, 2013 |
|-------------------------------------------------------------------------------|----------|-----------------------------------|-----------------------------------|
| I. Revenue from operations                                                    | 9        | 4,67,41,412                       | 1,48,51,578                       |
| II. Other Income                                                              |          | 0                                 | 0                                 |
| <b>Total Revenue</b>                                                          |          | <b>4,67,41,412</b>                | <b>1,48,51,578</b>                |
| <u>IV. Expenses:</u>                                                          |          |                                   |                                   |
| Purchase of Stock-in-Trade                                                    | 10       | 4,72,50,954                       | 1,67,59,717                       |
| Changes in inventories of finished goods, work-in-progress and Stock-in-Trade | 11       | (14,26,387)                       | (22,39,319)                       |
| Depreciation and amortization expense                                         | 12       | 590                               | 885                               |
| Other expenses                                                                | 13       | 8,74,039                          | 6,63,809                          |
| <b>Total Expenses</b>                                                         |          | <b>4,66,99,196</b>                | <b>1,51,85,092</b>                |
| V. Profit before exceptional and extraordinary items and tax                  |          | <b>42,216</b>                     | <b>(3,33,514)</b>                 |
| VI. Exceptional Items                                                         |          | 0                                 | 0                                 |
| VII. Profit before extraordinary items and tax (V - VI)                       |          | <b>42,216</b>                     | <b>(3,33,514)</b>                 |
| VIII. Extraordinary Items                                                     |          | 0                                 | 0                                 |
| IX. Profit before tax (VII - VIII)                                            |          | <b>42,216</b>                     | <b>(3,33,514)</b>                 |
| X. Tax expense:                                                               |          |                                   |                                   |
| (1) Current tax                                                               |          | 15,000                            | 0                                 |
| (2) Deferred tax                                                              |          | 0                                 | 0                                 |
| (3) Previous Year Tax                                                         |          | 0                                 | 0                                 |
| XI. Profit(Loss) from the period from continuing operations                   |          | <b>27,216</b>                     | <b>(3,33,514)</b>                 |
| XII. Less: Amount transferred to Statutory Reserve                            |          | 8,443                             | 0                                 |
| XIII. Profit/Loss available for the year (XI - XII)                           |          | <b>18,773</b>                     | <b>(3,33,514)</b>                 |
| XIV. Add: balance brought from last year                                      |          | <b>(5,87,114)</b>                 | <b>(2,53,600)</b>                 |
| XV. Profit/(Loss) for the period (XI + XIV)                                   |          | <b>(5,59,898)</b>                 | <b>(5,87,114)</b>                 |
| XVI. Earning per equity share:                                                |          |                                   |                                   |
| (1) Basic and Diluted                                                         |          | <b>0.02</b>                       | <b>(0.17)</b>                     |

Summary of Significant Accounting Policies  
See accompanying notes to the financial statements

1

As per our report of even date attached.

For and on behalf of the Board

FOR J. P. Chaturvedi & Co.  
Chartered Accountants.  
FRN: 130274W

**Parasmal Jain**      **Purushottam Bohra**  
**(DIRECTOR)**      **(MG. DIRECTOR)**

( J. P. Chaturvedi)  
M. No.: 031373  
Proprietor  
PLACE : MUMBAI  
DATE : May 30, 2014

# VORA CONSTRUCTIONS LIMITED

## CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2014

|                                                            | (Amount in ₹)                        |                                      |
|------------------------------------------------------------|--------------------------------------|--------------------------------------|
|                                                            | For the year ended<br>March 31, 2014 | For the year ended<br>March 31, 2013 |
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>              |                                      |                                      |
| Net Profit before Tax and other extraordinary items        | 42,216                               | (3,33,514)                           |
| Adjustment for                                             |                                      |                                      |
| Taxation                                                   | (15,000)                             | 0                                    |
| Depreciation                                               | 590                                  | 885                                  |
| <b>Operating Profit before working capital changes</b>     | <b>27,806</b>                        | <b>(3,32,629)</b>                    |
| Adjustments for:                                           |                                      |                                      |
| Trade Receivable                                           | 73,482                               | 1,277                                |
| Short term loans & advances                                | 40,63,183                            | (4,63,635)                           |
| Short term borrowing                                       | (20,00,000)                          | 20,00,000                            |
| Inventories                                                | (14,26,387)                          | (22,39,319)                          |
| Provisions                                                 | (16,297)                             | 32817                                |
| Other Current Liabilities                                  | (6,58,148)                           | (18,236)                             |
| <b>Cash Generated from Operations</b>                      | <b>35,833</b>                        | <b>(30,19,725)</b>                   |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>              |                                      |                                      |
| Increase/ Decrease In Investments/ Fixed Assets            | NIL                                  | NIL                                  |
| Net Cash Flow From Investing Activities                    | NIL                                  | NIL                                  |
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>              |                                      |                                      |
| Increase In Inter-corporate Loan                           | 0                                    | 20,00,000                            |
| Net Cash Flow From Financing Activities                    | 0                                    | 20,00,000                            |
| <b>NET INCREASE IN CASH &amp; CASH EQUIVALANTS (A+B+C)</b> | <b>63,639</b>                        | <b>(10,19,725)</b>                   |
| Cash And Cash Equivalents As At The Beginning Of The Year  | 8,38,827                             | 18,58,552                            |
| <b>CASH AND CASH EQUIVALENTS AS AT END OF THE YEAR</b>     | <b>9,02,466</b>                      | <b>8,38,827</b>                      |

### NOTE

Figures in brackets is out flow

As per our Report of even date  
For **J. P. CHATURVEDI & CO.**  
Chartered Accountants

**J. P. Chaturvedi**  
Proprietor

**Parasmal Jain**  
Director

**Purushottam Bohra**  
Mg. Director

Place : Mumbai  
Dated : May 30, 2014

# VORA CONSTRUCTIONS LIMITED

## 1. NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2012.

### SIGNIFICANT ACCOUNTING POLICIES:

#### I. BASIS OF PREPARATION OF FINANCIAL STATEMENTS:

During the year ended 31<sup>st</sup> March 2014, the revised Schedule VI notified under the Companies Act 1956, has become applicable to the company, for preparation and presentation of its financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The company has also re-classified the previous year figures in accordance with the figures of the current year.

#### II BASIS OF ACCOUNTING:

The financial statements are prepared under historical cost convention, on accrual basis, in accordance with the provisions of Companies Act, 1956 and the accounting principles generally accepted in India and comply with the Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006.

#### III REVENUE RECOGNITION

Revenue is recognised upon invoicing shares sold and services rendered.

#### IV. FIXED ASSETS

Fixed Assets are stated at cost of acquisition less accumulated depreciation.

#### V DEPRECIATION

The company has provided depreciation on Fixed Assets on written down value basis at the revised rates prescribed under the Income Tax Act, 1961.

#### VI INVESTMENTS:

Investments being Long Term Investments are stated at cost. Fluctuation in Value of investments is accounted on Realisation.

|                          | (Amount in ₹)                        |                                      |
|--------------------------|--------------------------------------|--------------------------------------|
| VII. PAYMENT TO AUDITORS | For the year ended<br>March 31, 2014 | For the year ended<br>March 31, 2013 |
| Statutory Audit Fees     | 2,000                                | 2,000                                |
| Tax Audit Fees           | 1,000                                | 1,000                                |
| Other Services           | 2,000                                | 2,000                                |
|                          | 5,000                                | 5,000                                |

#### VIII. QUANTITATIVE INFORMATION

| DESCRIPTION                                           | 31.3.2014 |             | 31.3.2013 |             |
|-------------------------------------------------------|-----------|-------------|-----------|-------------|
|                                                       | Nos.      | ₹           | Nos.      | ₹           |
| <u>Opening Stock</u><br>Equity Shares (Fully Paid-up) | 34,40,193 | 48,08,967   | 5,34,972  | 25,69,648   |
| <u>Purchases</u><br>Equity Shares (Fully Paid-up)     | 35,76,495 | 4,72,50,954 | 36,62,073 | 1,67,59,717 |
| <u>Sales</u><br>Equity Shares (Fully Paid-up)         | 30,90,110 | 4,55,03,299 | 7,56,852  | 1,40,60,865 |
| <u>Closing Stock</u><br>Equity Shares (Fully Paid-up) | 39,26,578 | 62,35,354   | 34,40,193 | 48,08,967   |

# VORA CONSTRUCTIONS LIMITED

## IX. TAXES ON INCOME

Income Tax expenses comprises of current tax and deferred tax (charge or credit). No Provision for Income Tax is made on the basis of taxable income for the current accounting year in accordance with the provisions of the Income Tax Act, 19 61. There is no deferred tax liability up to the year ended 31st March, 2014.

## X. REPORTABLE SEGMENT

There are no reportable segments.

## XI. RELATED PARTY DISCLOSURES

| Party             | Relation          |
|-------------------|-------------------|
| Purushottam Bohra | Managing Director |

## RELATED PARTY TRANSACTIONS

| Details      | Related Parties   | Total Remuneration Amount in ₹ |
|--------------|-------------------|--------------------------------|
| Remuneration | Managing Director | 2,40,000                       |

## XII. CONTINGENT LIABILITIES

No contingent liabilities are provided for the year ended 31/03/2013.

## XIII. Disclosure of details as required by Revised Para 13 of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 2009, earlier Paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998.

(₹ in lakhs)

| Particulars |                                                                                                                  |                     |                |
|-------------|------------------------------------------------------------------------------------------------------------------|---------------------|----------------|
|             | Liabilities side :                                                                                               |                     |                |
| (1)         | Loans and advances availed by NBFCs inclusive of interest accrued thereon but not paid:                          | Amount Out-standing | Amount Overdue |
|             | (a) Debentures : Secured                                                                                         | Nil                 | Nil            |
|             | : Unsecured<br>(Other than falling within the meaning of public deposits)                                        | Nil                 | Nil            |
|             | (b) Deferred Credits                                                                                             | Nil                 | Nil            |
|             | (c) Term Loans                                                                                                   | Nil                 | Nil            |
|             | (d) Inter-Corporate loans and borrowing                                                                          | Nil                 | Nil            |
|             | (e) Commercial Paper                                                                                             | Nil                 | Nil            |
|             | (f) Public Deposits                                                                                              | Nil                 | Nil            |
|             | (g) Other Loans (specify nature)                                                                                 | Nil                 | Nil            |
| (2)         | Break-up of (1)(f) above (Outstanding public deposits inclusive if interest accrued thereon but not paid):       |                     |                |
|             | (a) In the form of Unsecured debentures                                                                          | N.A.                |                |
|             | (b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security | N.A.                |                |
|             | (c) Other public Deposits                                                                                        | N.A.                |                |
|             | Assets side :                                                                                                    |                     |                |
|             |                                                                                                                  | Amount Outstanding  |                |
| (3)         | Break-up of Loans and Advances including bills receivables [other than those included in (4) below] :            |                     |                |
|             | (a) Secured                                                                                                      | Nil                 |                |
|             | (b) Unsecured                                                                                                    | 186.91              |                |
| (4)         | Break up of Leased Assets and stock on hire and other assets counting towards AFC activities                     |                     |                |
|             | (i) Lease assets including lease rentals under sundry debtors :                                                  |                     |                |
|             | (a) Financial lease                                                                                              | Nil                 |                |
|             | (b) Operating lease                                                                                              | Nil                 |                |
|             | (ii) Stock on hire including hire charges under sundry debtors:                                                  |                     |                |
|             | (a) Assets on hire                                                                                               | Nil                 |                |
|             | (b) Repossessed Assets                                                                                           | Nil                 |                |
|             | (iii) Other loans counting towards AFC activities                                                                |                     |                |
|             | (a) Loans where assets have been repossessed                                                                     | Nil                 |                |
|             | (b) Loans other than (a) above                                                                                   | Nil                 |                |



**VORA CONSTRUCTIONS LIMITED**

|                                 |                                                                                           |                                                                                                                                            |                          |                                             |                                |
|---------------------------------|-------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|---------------------------------------------|--------------------------------|
| (5)                             | <b>Break-up of Investments :</b>                                                          |                                                                                                                                            |                          |                                             |                                |
|                                 | <b>Current Investments :</b>                                                              |                                                                                                                                            |                          |                                             |                                |
|                                 | 1. <b>Quoted :</b>                                                                        |                                                                                                                                            |                          |                                             |                                |
|                                 | (i)                                                                                       | Shares                                                                                                                                     | : (a) Equity             | Nil                                         |                                |
|                                 |                                                                                           |                                                                                                                                            | (b) Preference           | Nil                                         |                                |
|                                 | (ii) Debentures and Bonds                                                                 |                                                                                                                                            |                          | Nil                                         |                                |
|                                 | (iii) Units of mutual funds                                                               |                                                                                                                                            |                          | Nil                                         |                                |
|                                 | (iv) Government Securities                                                                |                                                                                                                                            |                          | Nil                                         |                                |
|                                 | (v) Others (please specify)                                                               |                                                                                                                                            |                          | Nil                                         |                                |
|                                 | 2. <b>Unquoted :</b>                                                                      |                                                                                                                                            |                          |                                             |                                |
|                                 | (i)                                                                                       | Shares                                                                                                                                     | : (a) Equity             | Nil                                         |                                |
|                                 |                                                                                           |                                                                                                                                            | (b) Preference           | Nil                                         |                                |
|                                 | (ii) Debentures and Bonds                                                                 |                                                                                                                                            |                          | Nil                                         |                                |
|                                 | (iii) Units of mutual funds                                                               |                                                                                                                                            |                          | Nil                                         |                                |
|                                 | (iv) Government Securities                                                                |                                                                                                                                            |                          | Nil                                         |                                |
|                                 | (v) Others (please specify)                                                               |                                                                                                                                            |                          | Nil                                         |                                |
|                                 | <b>Long Term Investments :</b>                                                            |                                                                                                                                            |                          |                                             |                                |
|                                 | 1. <b>Quoted :</b>                                                                        |                                                                                                                                            |                          |                                             |                                |
|                                 | (i)                                                                                       | Shares                                                                                                                                     | : (a) Equity             | 11.81                                       |                                |
|                                 |                                                                                           |                                                                                                                                            | (b) Preference           | Nil                                         |                                |
| (ii) Debentures and Bonds       |                                                                                           |                                                                                                                                            | Nil                      |                                             |                                |
| (iii) Units of mutual funds     |                                                                                           |                                                                                                                                            | Nil                      |                                             |                                |
| (iv) Government Securities      |                                                                                           |                                                                                                                                            | Nil                      |                                             |                                |
| (v) Others (please specify)     |                                                                                           |                                                                                                                                            | Nil                      |                                             |                                |
| 2. <b>Unquoted :</b>            |                                                                                           |                                                                                                                                            |                          |                                             |                                |
| (i)                             | Shares                                                                                    | : (a) Equity                                                                                                                               | Nil                      |                                             |                                |
|                                 |                                                                                           | (b) Preference                                                                                                                             | Nil                      |                                             |                                |
| (ii) Debentures and Bonds       |                                                                                           |                                                                                                                                            | Nil                      |                                             |                                |
| (iii) Units of mutual funds     |                                                                                           |                                                                                                                                            | Nil                      |                                             |                                |
| (iv) Government Securities      |                                                                                           |                                                                                                                                            | Nil                      |                                             |                                |
| (v) Others (please specify)     |                                                                                           |                                                                                                                                            | Nil                      |                                             |                                |
|                                 |                                                                                           |                                                                                                                                            |                          |                                             |                                |
| (6)                             | <b>Borrower group-wise classification of all assets financed as in (3) and (4) above:</b> |                                                                                                                                            |                          |                                             |                                |
|                                 | Category                                                                                  |                                                                                                                                            | Amount net of provisions |                                             |                                |
|                                 |                                                                                           |                                                                                                                                            | Secured                  | Unsecured                                   | Total                          |
|                                 | 1. Related Parties                                                                        |                                                                                                                                            |                          |                                             |                                |
|                                 | (a) Subsidiaries                                                                          |                                                                                                                                            | Nil                      | Nil                                         | Nil                            |
|                                 | (b) Companies in the same group                                                           |                                                                                                                                            | Nil                      | Nil                                         | Nil                            |
|                                 | (c) Other related parties                                                                 |                                                                                                                                            | Nil                      | Nil                                         | Nil                            |
|                                 | 2. Other than related parties                                                             |                                                                                                                                            | Nil                      | 186.91                                      | 186.91                         |
|                                 | Total                                                                                     |                                                                                                                                            | Nil                      | 186.91                                      | 186.91                         |
|                                 | (7)                                                                                       | <b>Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) :</b> |                          |                                             |                                |
|                                 |                                                                                           | Category                                                                                                                                   |                          | Market Value/ Break up or fair value or NAV | Book Value (Net of Provisions) |
|                                 |                                                                                           | 1. Related Parties                                                                                                                         |                          |                                             |                                |
|                                 |                                                                                           | (a) Subsidiaries                                                                                                                           |                          | Nil                                         | Nil                            |
| (b) Companies in the same group |                                                                                           | Nil                                                                                                                                        | Nil                      |                                             |                                |
| (c) Other related parties       |                                                                                           | Nil                                                                                                                                        | Nil                      |                                             |                                |
| 2. Other than related parties   |                                                                                           | 2.94                                                                                                                                       | 11.81                    |                                             |                                |
| Total                           |                                                                                           | 2.94                                                                                                                                       | 11.81                    |                                             |                                |
| (8)                             |                                                                                           | <b>Other information</b>                                                                                                                   |                          |                                             |                                |
|                                 |                                                                                           | <b>Particulars</b>                                                                                                                         |                          |                                             | <b>Amount</b>                  |
|                                 | (i) Gross Non-Performing Assets                                                           |                                                                                                                                            |                          |                                             |                                |
|                                 | (a) Related Parties                                                                       |                                                                                                                                            |                          | Nil                                         |                                |
|                                 | (b) Other than related parties                                                            |                                                                                                                                            |                          | Nil                                         |                                |
|                                 | (ii) Net Non-Performing Assets                                                            |                                                                                                                                            |                          |                                             |                                |
|                                 | (a) Related Parties                                                                       |                                                                                                                                            |                          | Nil                                         |                                |
|                                 | (b) Other than related parties                                                            |                                                                                                                                            |                          | Nil                                         |                                |
|                                 | (iii) Assets acquired in satisfaction of debt                                             |                                                                                                                                            |                          | Nil                                         |                                |

XIV. Figures of previous year have been regrouped/ rearranged whenever necessary.

# VORA CONSTRUCTIONS LIMITED

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2014.

### 2. Share Capital

|        |                                                                                                           | Amount in ₹          |                      |
|--------|-----------------------------------------------------------------------------------------------------------|----------------------|----------------------|
| Sr. No | Particulars                                                                                               | As at March 31, 2014 | As at March 31, 2013 |
| 1      | <u>AUTHORIZED CAPITAL</u><br>22,50,000 Equity Shares of ₹ 10/- each.                                      | 2,25,00,000          | 2,25,00,000          |
|        |                                                                                                           | 2,25,00,000          | 2,25,00,000          |
| 2      | <u>ISSUED , SUBSCRIBED &amp; PAID UP CAPITAL</u><br>19,99,600 Equity Shares of ₹ 10/- each, Fully Paid up | 1,99,96,000          | 1,99,96,000          |
|        | Total                                                                                                     | 1,99,96,000          | 1,99,96,000          |

|                                          | As at March 31, 2014 | As at March 31, 2013 |
|------------------------------------------|----------------------|----------------------|
| Reconciliation of Nos. Of Shares         |                      |                      |
| Number of Equity Shares at the beginning | 1999600              | 1999600              |
| Add:- Number of Shares Issued            | 0                    | 0                    |
| Number of Equity Shares at the end       | 1999600              | 1999600              |

Details of Share holders holding more than 5% of Shares

| Name                          | Class of Share | No. of Share Holding | Percentage of Holding |
|-------------------------------|----------------|----------------------|-----------------------|
| PURSHOTTAM RAMESHWARLAL BOHRA | EQUITY         | 290729               | 14.54%                |
| NEW MARKETS ADVISORY LIMITED  | EQUITY         | 375000               | 18.75%                |
| MANISH RUPAREL                | EQUITY         | 140000               | 7%                    |
| NIRMAL RAJNIKANT SHAH         | EQUITY         | 140000               | 7%                    |
| AJAY UTTAMCHAND GODA          | EQUITY         | 100000               | 5%                    |

### 3. Reserve & Surplus

|        |                                                                                                          | Amount in ₹                        |                                        |
|--------|----------------------------------------------------------------------------------------------------------|------------------------------------|----------------------------------------|
| Sr. No | Particulars                                                                                              | As at March 31, 2014               | As at March 31, 2013                   |
| 1      | Capital Reserve<br>Balance as per last Balance Sheet<br>Add: Transferred from Statement of Profit & Loss | 73,978<br>8,443<br>82,421          | 73,978<br>0<br>73,978                  |
| 2      | Surplus (Profit & Loss Account)<br>Opening Balance<br>Add: Profit for the year                           | (5,87,114)<br>18,773<br>(5,68,341) | (2,53,600)<br>(3,33,514)<br>(5,87,114) |
|        | Total                                                                                                    | (4,85,920)                         | (5,13,136)                             |

### 4. Other Current Liabilities

|        |                | Amount in ₹          |                      |
|--------|----------------|----------------------|----------------------|
| Sr. No | Particulars    | As at March 31, 2014 | As at March 31, 2013 |
| 1      | Others Payable | 3,41,852             | 10,00,000            |
|        | Total          | 3,41,852             | 10,00,000            |

# VORA CONSTRUCTIONS LIMITED

## 5. Short Term Provisions

Amount in ₹

| Sr. No | Particulars        | As at March 31, 2014 | As at March 31, 2013 |
|--------|--------------------|----------------------|----------------------|
| 3      | Provision for Exp. | 20,000               | 36,297               |
|        | <b>Total</b>       | <b>20,000</b>        | <b>36,297</b>        |

## 6. Fixed Assets

| DESCRIPTION     | GROSS BLOCK   |                          |               | DEPRECIATION  |              |               | NET BLOCK     |               |
|-----------------|---------------|--------------------------|---------------|---------------|--------------|---------------|---------------|---------------|
|                 | As at 31.3.13 | Additions/<br>Deductions | As at 31.3.14 | As at 31.3.13 | For the Year | As at 31.3.14 | As at 31.3.14 | As at 31.3.13 |
| Computers       | 96,000        | ---                      | 96,000        | 95,410        | 590          | 96,000        | 0             | 590           |
| <b>TOTAL ₹</b>  | <b>96,000</b> | <b>---</b>               | <b>96,000</b> | <b>95,410</b> | <b>590</b>   | <b>96,000</b> | <b>0</b>      | <b>590</b>    |
| Previous Year ₹ | 96,000        | ---                      | 96,000        | 94,525        | 885          | 95,410        | 590           | ---           |

## 7. Non Current Investment

Amount in ₹

| Sr. No | Particulars                     | As at March 31, 2014 | As at March 31, 2013 |
|--------|---------------------------------|----------------------|----------------------|
| 1      | Investment in Equity Instrument | 11,81,125            | 11,81,125            |
|        | <b>Total</b>                    | <b>11,81,125</b>     | <b>11,81,125</b>     |

Aggregate amount of Quoted Investment & Market Value

Quoted at Cost

Fully paid Equity Shares of ₹ 10/- each

|                          | As at March 31, 2014 | As at March 31, 2013 |
|--------------------------|----------------------|----------------------|
| 96,400 Sparc System Ltd. | <b>11,81,125</b>     | <b>11,81,125</b>     |
|                          | <b>11,81,125</b>     | <b>11,81,125</b>     |

Aggregate Market value of quoted Investments

**2,94,020**

**5,06,100**

## 8. Current Assets

Amount in ₹

| Sr. No | Particulars                                  | As at March 31, 2014 | As at March 31, 2013 |
|--------|----------------------------------------------|----------------------|----------------------|
| 1      | Inventories - Stock-in-Trade                 | 62,35,354            | 48,08,967            |
| 2      | Trade Receivables - Secured, Considered Good | 5,444                | 78,926               |
| 3      | Cash & Cash Equivalents                      |                      |                      |
|        | Cash Balance                                 | 80,575               | 5,75,028             |
|        | Bank Balance                                 | 8,21,891             | 2,63,799             |
| 4      | Short-term Loans & Advances - Others         | 1,15,47,543          | 1,56,10,726          |
| 5      | Other Current Assets                         | 0                    | 0                    |
|        | <b>Total</b>                                 | <b>1,86,90,807</b>   | <b>2,13,37,446</b>   |

## 9. Revenue from Operations

Amount in ₹

| Sr. No | Particulars                 | For the year ended March 31, 2014 | For the year ended March 31, 2013 |
|--------|-----------------------------|-----------------------------------|-----------------------------------|
| 1      | Sale of Shares & Securities | 4,55,03,299                       | 1,40,60,865                       |
| 2      | Interest                    | 12,28,763                         | 7,84,313                          |
| 3      | Dividend                    | 9,350                             | 6,400                             |
|        | <b>Total</b>                | <b>4,67,41,412</b>                | <b>1,48,51,578</b>                |

**VORA CONSTRUCTIONS LIMITED**

**10. Purchase of Stock-in-Trade**

**Amount in ₹**

| Sr. No | Particulars         | For the year ended<br>March 31, 2014 | For the year ended<br>March 31, 2013 |
|--------|---------------------|--------------------------------------|--------------------------------------|
| 1      | Shares & Securities | 4,72,50,954                          | 1,67,59,717                          |
|        | <b>Total</b>        | <b>4,72,50,954</b>                   | <b>1,67,59,717</b>                   |

**11. Change in Inventories**

**Amount in ₹**

| Sr. No | Particulars                                    | For the year ended<br>March 31, 2014 | For the year ended<br>March 31, 2013 |
|--------|------------------------------------------------|--------------------------------------|--------------------------------------|
| 1      | Opening Stock - Trading in Shares & Securities | 48,08,967                            | 25,69,648                            |
| 2      | Closing Stock - Trading in Shares & Securities | 62,35,354                            | 48,08,967                            |
|        | <b>Increase/Decrease in Stock Total</b>        | <b>(14,26,387)</b>                   | <b>(22,39,319)</b>                   |

**12. Depreciation & Amortised Cost**

**Amount in ₹**

| Sr. No | Particulars  | For the year ended<br>March 31, 2014 | For the year ended<br>March 31, 2013 |
|--------|--------------|--------------------------------------|--------------------------------------|
| 1      | Depreciation | 590                                  | 885                                  |
|        | <b>Total</b> | <b>590</b>                           | <b>885</b>                           |

**13. Other Expenses**

**Amount in ₹**

| Sr. No. | Particulars                      | For the year ended<br>March 31, 2014 | For the year ended<br>March 31, 2013 |
|---------|----------------------------------|--------------------------------------|--------------------------------------|
| 1       | Salaries                         | 1,53,000                             | 1,53,000                             |
| 2       | Printing & Stationary            | 19,910                               | 14,175                               |
| 3       | Conveyance & Travelling Expenses | 44,580                               | 29,004                               |
| 4       | Miscellaneous Expenses           | 33,200                               | 18,680                               |
| 5       | Administrative Expenses          | 2,52,232                             | 79,764                               |
| 6       | Postage & Telegram               | 13,670                               | 12,450                               |
| 7       | Auditors Remuneration            | 5,000                                | 5,000                                |
| 8       | Listing Fees                     | 30,336                               | 16,854                               |
| 9       | Legal & Professional Fees        | 41,645                               | 34,417                               |
| 10      | M.D.Remuneration                 | 2,40,000                             | 2,40,000                             |
| 11      | Office Rent                      | 40,000                               | 60,000                               |
| 12      | Bank Charges                     | 466                                  | 465                                  |
|         | <b>Total</b>                     | <b>8,74,039</b>                      | <b>6,63,809</b>                      |

# VORA CONSTRUCTIONS LIMITED

CIN : L 4 5 2 0 0 M H 1 9 8 5 P L C 0 3 6 0 8 9  
Registered Office: B-14, Gopuram CHS. Ltd., Somani Gram,  
Ram Mandir Road, Goregaon (West), Mumbai - 400104

## BALLOT FORM

Pursuant to Clause 35(B) of the Listing Agreement

Name and Registered address of the :

Sole / First named Member

Name ( s ) of joint member ( s ) , if any :

Registered Folio No. / DP ID / Client ID :

No. of Shares held :

I / We hereby exercise my / our vote (s) in respect of the Resolutions to be passed for the business set out in the Notice of the 29<sup>th</sup> Annual General Meeting of the Company to be held on Tuesday, the 30th day of September, 2014 by sending my/our assent or dissent to the said resolution(s) by placing the (✓) marks at the appropriate box below.

| ITEM NO | Description of Resolution                                                                                                                                                            | Number of Equity Share held | I / We assent to the resolution | I / We dissent to the resolution |
|---------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------|---------------------------------|----------------------------------|
|         |                                                                                                                                                                                      |                             | ( FOR )                         | ( AGAINST )                      |
|         | <b>Ordinary Business</b>                                                                                                                                                             |                             |                                 |                                  |
| 1       | Adoption of the Financial Statements for the financial year ended 31st March 2014 and the Board of Directors' and Auditors' Reports thereon.                                         |                             |                                 |                                  |
| 2       | Appointment of Shri Vinod Chopra, who retires by rotation and being eligible, offers himself for reappointment.                                                                      |                             |                                 |                                  |
| 3       | Appointment of 'M/s. J.P. Chaturvedi & Co.' Chartered Accountants, Mumbai as Auditors of the Company and fixing their remuneration.                                                  |                             |                                 |                                  |
|         | <b>Special Business</b>                                                                                                                                                              |                             |                                 |                                  |
| 4.      | Appointment of Shri Parasmal Jain (Gulechha) as Independent Director, for a period of five years with effect from the date of 29 <sup>th</sup> Annual General Meeting of the Company |                             |                                 |                                  |

## VORA CONSTRUCTIONS LIMITED

|    |                                                                                                                                                                                                                                     |  |  |  |
|----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|
| 5. | To provide borrowing Limit authority to Directors as per section 180(1)(c) upto Rs. 25 Crores (Rupees Twenty Five Crores Only) as further borrowings may exceed the total aggregate of its free reserve and paid up capital Limits. |  |  |  |
|----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|

Place: \_\_\_\_\_

Date : \_\_\_\_\_

\_\_\_\_\_  
SIGNATURE OF SHAREHOLDER

### INSTRUCTIONS

- i. **Please complete and sign this Ballot Form** ( no other form or photocopy thereof is permitted ) **and send the same in a sealed envelope addressed to :-**  
"The Scrutinizer" C/o VORA CONSTRUCTIONS LIMITED, B-14, Gopuram CHS Ltd., Somani Gram, Ram Mandir Road, Goregaon (West), Mumbai – 400 104 So as to reach by 06.00 p.m. on Friday 25th September 2014. The Ballot Form received thereafter will be strictly as not received. Members may request for Duplicate Ballot form.
- ii. The Company will not be responsible if the envelope containing the ballot form is lost in transit.
- iii. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.
- iv. In the event member casts his votes through both the processes i.e. e-voting and ballot form, the votes in the electronic system would be considered and the ballot form would be ignored.
- v. There will be only one ballot form for every Folio/DP ID Client ID irrespective of the number of joint member.
- vi. In case of joint holders, the ballot form should be signed by the first named shareholder and in his/her absence by the next named shareholders.
- vii. Where the ballot form has been signed by an authorised representative of the Body corporate/Trust/Society, etc. a certified copy of the relevant authorization/Board resolution to vote should accompany the ballot form.
- viii. For the resolutions, explanatory statement and instructions for e-voting procedure please refer notice of the 29th annual general meeting of the Company.

# VORA CONSTRUCTIONS LIMITED

CIN : L45200MH1985PLC036089  
Registered Office: B-14, Gopuram CHS. Ltd., Somani Gram,  
Ram Mandir Road, Goregaon (West), Mumbai - 400104

## PROXY FORM

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

|                             |   |  |
|-----------------------------|---|--|
| Name of the member(s)       | : |  |
| Registered address          | : |  |
| E-mail ID                   | : |  |
| Folio No./DP ID & Client ID | : |  |

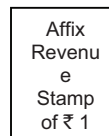
I/We, bearing the member(s) of \_\_\_\_\_ shares of Vora Constructions Limited, hereby appoint:

|    |                 |                |
|----|-----------------|----------------|
| 1. | Name :          |                |
|    | Address:        |                |
|    | E-mail address: | or failing him |
| 2. | Name :          |                |
|    | Address:        |                |
|    | E-mail address: | or failing him |
| 3. | Name :          |                |
|    | Address:        |                |
|    | E-mail address: | or failing him |

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29th annual general meeting of the Company, to be held on the Tuesday, 30th September, 2014 at 10.30 a.m. at 71, Laxmi Building, Sir P. M. Road, Fort, Mumbai – 400 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

|                          |                                                                                                                                                                                                                                     |
|--------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Ordinary Business</b> |                                                                                                                                                                                                                                     |
| 1.                       | Adoption of the Financial Statements for the financial year ended 31st March 2014 and the Board of Directors' and Auditors' Reports thereon.                                                                                        |
| 2.                       | Appointment of Shri Vinod Chopra, who retires by rotation and being eligible, offers himself for reappointment.                                                                                                                     |
| 3.                       | Appointment of 'M/s. J.P. Chaturvedi & Co.' Chartered Accountants, Mumbai as Auditors of the Company and fixing their remuneration.                                                                                                 |
| <b>Special Business</b>  |                                                                                                                                                                                                                                     |
| 4.                       | Appointment of Shri Parasmal Jain (Gulechha) as Independent Director, for a period of five years with effect from the date of 29 <sup>th</sup> Annual General Meeting of the Company                                                |
| 5.                       | To provide borrowing Limit authority to Directors as per section 180(1)(c) upto Rs. 25 Crores (Rupees Twenty Five Crores Only) as further borrowings may exceed the total aggregate of its free reserve and paid up capital Limits. |

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2014



Signature of Shareholder

Signature of Proxy

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
2. For the resolutions, explanatory statement and notes please refer notice of 29th Annual General Meeting.

BOOK-POST

*If undelivered, please return to:*

**VORA CONSTRUCTIONS LTD.**

B-14, Gopuram CHS Ltd.,  
Somani Gram,  
Ram Mandir Road,  
Goregaon (West),  
Mumbai – 400 104



**FORM B****(Clause 31(a) of Listing Agreement)****Format of covering letter of the Annual Audit Report to be filed with the Stock Exchanges**

|    |                                                                                                                                          |                                                                                                                                                                                                                           |
|----|------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. | Name of the Company                                                                                                                      | Vora Constructions Limited                                                                                                                                                                                                |
| 2. | Annual Financial Statements for the year ended                                                                                           | 31 <sup>st</sup> March 2014                                                                                                                                                                                               |
| 3. | Type of Audit Observation                                                                                                                | Un-qualified                                                                                                                                                                                                              |
| 4. | Frequency of Observation                                                                                                                 |                                                                                                                                                                                                                           |
|    | Draw attention to relevant notes in the annual financial statements and management response to the qualification in the directors report | N.A.                                                                                                                                                                                                                      |
|    | Additional comments from the board/audit committee chair:                                                                                | N.A.                                                                                                                                                                                                                      |
| 5. | To be signed by -<br><br>Mg. Director                                                                                                    | <br>(Purushottam Bohra)                                                                                                                |
|    | Chief Financial Officer                                                                                                                  | The Company does not have Chief Financial Officer                                                                                                                                                                         |
|    | Auditor of the Company                                                                                                                   | For J. P. Chaturvedi & Co.<br>Chartered Accountants<br>(Registration No. 130274W)<br><br>(J. P. Chaturvedi)<br>Membership No.: 031373 |
|    | Audit Committee Chairman                                                                                                                 | N.A.                                                                                                                                                                                                                      |