

PARAB INFRA LIMITED

CIN: L45209MH1989PLC221005

**Registered Office: 302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg,
Mulund (West), Mumbai-400080**

Email: pacheli.enterprises@yahoo.com Website: www.parabinfraltd.com

Contact No: 9167947511

Date: 19.10.2018

To,
Listing Department
The Bombay Stock Exchange Ltd
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai Samachar Marg,
Fort 400001

Scrip Code: 513359

Sub: Copy of Annual Report for FY 2017-18

Dear Sir/Madam,

In terms of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclosed herewith a copy of Annual Report of Parab Infra Limited for FY 2017-18 as approved and adopted by members at 29th Annual General Meeting held on Saturday, 29th September, 2018 at registered office at 302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg, Mulund (West), Mumbai-400080 at 09.30 am.

Kindly take the same on record.

Thanking you.

By order of the Board of Directors

Parab Infra Limited


Neha Botadra

Company Secretary & Compliance officer

Mem No: A52139

PAN: BJLPM8875N

Encl: As above



PARAB INFRA LIMITED

29th Annual General Meeting

**Annual Report
2017 - 2018**

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CORPORATE INFORMATION**NAME OF THE COMPANY:** PARAB INFRA LIMITED**CIN:** L45209MH1989PLC221005**ISIN:** INE713M01023**BSE SCRIP CODE:** 513359**BOARD OF DIRECTORS**

NAMES OF THE DIRECTOR	DESIGNATION
Mr. Shivcharan Kashyap	Chief Financial officer
Mr. Narendra Dogra	Managing Director
Mr. Shakil Bilali	Independent Director
Ms. Khushboo Parkar	Independent Director
Mr. Paresh Rathod	Independent Director

BOARD COMMITTEES

NAMES OF THE BOARD COMMITTEES	NAMES OF THE MEMBER
Audit Committee	Ms. Khushboo Parkar Mr. Shakil Bilali Mr. Shivcharan Kashyap
Nomination and Remuneration Committee	Mr. Shakil Bilali Mr. Paresh Rathod Ms. Khushboo Parkar
Stakeholders Relationship Committee	Mr. Shakil Bilali Ms. Khushboo Parkar Mr. Narendra Dogra

COMPANY SECRETARY & COMPLIANCE OFFICER:

CS Neha Botadra

REGISTERED OFFICE:

302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg, Mulund West, Mumbai 400080

Contact No: 9167947511

E-mail Id: pacheli.enterprises@yahoo.com

Website: www.parabinfraltd.com

STATUTORY AUDITORS:

M/s. Masrani & Co, Chartered Accountants

9, Om Shri Sainath, R H B Road, Mulund West, Mumbai 400080

SECRETARIAL AUDITORS:

Vijay S. Tiwari & Associates, Practising Company Secretary

D/6, 1st Floor, Plot no.35, Aashirwad Society, Gorai-1, Near Bank of Baroda, Borivali West, Mumbai 400091

BANKERS:

Corporation Bank

REGISTRAR AND SHARE TRANSFER AGENTS:

Link Intime India Private Limited

C - 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai 400083

Email Id: prachi.babadi@linkintime.co.in

Contact no: 022 49186000

Website: www.linkintime.co.in

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CIN: L45209MH1989PLC221005
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Email: pacheli.enterprises@yahoo.com Website: www.parabinfra ltd.com
Contact No: 9167947511

NOTICE OF 29TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 29th Annual General Meeting of the members of Parab Infra Limited will be held at registered office of the Company situated at 302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg, Mulund (West), Mumbai 400080 on Saturday, 29th September, 2018 at 09.30 am to transact the following businesses:

ORDINARY BUSINESS:

1. Item No 1: Adoption of Financial Statements:

To receive, consider and adopt the Audited Financial Statements of the Company as at 31st March, 2018 and the Reports of the Board of Directors and Auditors thereon.

2. Item No 2: Appointment of Mr. Narendra Dogra (DIN: 07907587) as a Director liable to retire by rotation:

To appoint a Director in place of Mr. Narendra Dogra (DIN: 07907587) who retires by rotation and being eligible has offered himself for re-appointment.

3. Item No 3: Ratification and re-appointment of M/s. Masrani & Co, Chartered Accountants, Mumbai (Mem No: 043271) as Statutory Auditors and to fix their remuneration:

“RESOLVED THAT pursuant to Section 139, 141 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 including any statutory modification or re-enactment for the time being in force, the appointment of M/s. Masrani & Co, Chartered Accountants, Mumbai (Mem No: 043271) be and is hereby ratified and re-appointed as Statutory Auditors of the Company to hold office until the conclusion of the Annual General Meeting for the financial year 2021-22 and that the Board of Directors be and is hereby authorized to fix the remuneration and reimbursement of actual out of pocket expenses incurred by them for the purpose of audit.”

SPECIAL BUSINESS:

4. Item No. 4: Ratification of utilization of Funds raised through Preferential issue

“RESOLVED THAT the shareholders of PARAB INFRA LIMITED hereby ratify all the actions of the Officers and Directors as presented to the shareholders

The members of the Company, pursuant to the said BSE Ltd. notice number 20160613-29 dated June 13, 2018, the Company, hereby ratify and approve the utilization of funds by the Company in the manner stated in the table below :

Sr. No.	Amount	Purpose
1	7.30 crore	Realty business
2	0.32 crore	Working capital
3	2.83 crore	Granting interest bearing loans
4	0.75 crore	Invested in Fixed Deposit
	11.20 crore	Total

**By order of the Board of Directors
For Parab Infra Limited**

sd/-

Neha Botadra

Company Secretary & Compliance officer

Mem No: A52139

PAN: BJLPM8875N

Place: Mumbai
Date: 31.08.2018

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.

Pursuant to provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of the members not exceeding 50 in number and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. Members holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or shareholder.

2. Explanatory Statement pursuant the Companies Act, 2013 setting out material facts of the proposed ordinary resolutions for the items is annexed hereto.
3. Duly completed instrument of proxies must be deposited at registered office not less than 48 hours before the scheduled time of the AGM. Proxies submitted on behalf of the Companies must be supported by an appropriate resolution, as applicable.
4. Corporate members intending to send their Authorized representatives to attend the meeting are requested to send to the Company, a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
5. As required under SEBI Listing Regulations, 2015 and Secretarial Standards-2 on General Meetings, details in respect of directors seeking re-appointment is separately annexed hereto.
6. Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Sunday, 23rd September, 2018 to Saturday, 29th September, 2018 (both days inclusive) for the purpose of 29th AGM.

7. Members are requested to intimate the Registrar and Share Transfer Agent (RTA) of the Company-Link Intime India Private Limited, immediately of any change in their address, in respect of equity shares held in physical mode and to their Depository Participants (DP) in respect of equity shares held in dematerialized form.
8. Members holding share certificates under different folio numbers but in the same order of name are requested to apply for consolidation of such folios and send relevant share certificates to RTA of the Company.
9. Pursuant to Section 101 and 136 of the Companies Act, 2013 read with relevant rules made thereunder, as amended from time to time, Companies can serve Annual Report and other communications through electronic mode to those members who have registered their email id with the Company/Depository. Members who have not registered their email id either with the Company/Depository can now register the same by submitting updated e-mail address. Members of the Company, who have registered their e-mail id are entitled to receive such communication in physical form upon request.

Annual Report is being sent in electronic mode to members whose email id is registered with the Company/Depository unless the members have registered their request for a hard copy. Physical copy of the Annual Report is being sent to those members who have not registered their email id with the Company/Depository. Members who have received the Annual Report in electronic mode are requested to print the Attendance slip and submit a duly filled in Attendance slip at registration counter to attend the AGM. Members may also note that the Annual Report for the financial year 2017-2018 will also be available on the Company's website www.parabinfra.com.

10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 and SEBI Listing Regulations, 2015, as amended from time to time, members have been provided with the facility to cast their vote electronically through the e-voting services provided by Central Depository Services Limited (CDSL) on all resolutions set forth in this notice.

Instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Wednesday, 26th September, 2018 at 9.00 a.m. (IST) and ends on Friday, 28th September, 2018 at 5.00 p.m. (IST). During this period, shareholders of the Company holding shares either in physical form or in dematerialized form as on the cut-off date of 22nd September, 2018 may cast their vote electronically. Thereafter, the e-voting module shall be disabled by CDSL for voting.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID
 - b. For NSDL: 8 character DP ID followed by 8 digits client ID
 - c. Members holding shares in physical form should enter folio number registered with the Company.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.

(viii) **If you are a first time user, follow the steps given below:**

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

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the 'Company selection' screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that the Company opts for e-voting through CDSL platform. **It is strongly recommended not to share your password with any other person and to 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 EVSN for the relevant Parab Infra Limited on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same, the option "YES/NO" for voting. Select the option "YES" or "NO" as desired. The option "YES" implies that you assent to the Resolution and option "NO" implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK", if you wish to view the entire Resolution details.
- (xv) After selecting the resolution if you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take 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 same password then enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.
- (xix) **Notes for Non – Individual Shareholders and Custodians:**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and custodians are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the registration form bearing the stamp and sign of the entity should be e-mailed to helpdesk.evoting@cDSLindia.com.
 - After receiving the login details, they have to create a user who would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be e-mailed to helpdesk.evoting@cDSLindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the custodian, if any, should be uploaded 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 under help section or email to helpdesk.evoting@cDSLindia.com.
- (xxi) **E-voting Information:**

EVS (Electronic Voting Sequence Number)	User ID	Your Existing Password /Default PAN / Sequence Number
180905102	{Folio}	{Password}

Since the Company is required to provide the members, the facility to cast their vote by electronic means, shareholders of the Company holding shares either in physical or in dematerialized form as on the cut - off date and not casting their votes electronically may cast their vote at the AGM venue, facility will be available at the venue. The results of e-voting will be placed on Company’s website www.parabinfra.com within 2 days of the AGM and will be communicated to BSE Limited, where the securities of the Company are listed.

11. The resolutions proposed will be deemed to have been passed on the date of AGM subject to receipt of number of votes in favor of the resolutions.
12. Mr. Vijaykumar Tiwari, Proprietor of Vijay S. Tiwari & Associates, Practising Company Secretary has been appointed as Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

13. Voting will be provided to the members through e-voting and/or at the AGM venue. A member can opt for only one mode of voting i.e. either through e-voting or ballot. If a member cast votes by both modes, then voting done through e-voting shall prevail and the ballot shall be treated as invalid.
14. To ensure correct identity of the members and for the smooth conduct of the AGM, each member and/or proxy holder attending the meeting is expected to bring with him/her, an appropriate photo ID document like PAN/Driving License/Passport/Voter ID Card/Aadhaar card.
15. Shareholders seeking any information with regard to Annual Report are requested to write the Company atleast 10 days before the date of AGM so as to enable the management to keep the information ready for replying at the meeting.
16. All the documents referred to in the accompanying notice are open for inspection at registered office of the Company on all working days between 10.00 a.m. to 1.00 p.m. upto the date of the AGM except Saturdays, Sundays and public Holidays.
17. Members/Proxies are requested to bring their attendance slip dully filled in along with their copy of Annual Report to the Meeting hall. However, in case of non-receipt of attendance slip, members may download the same from Company`s website or request the Company at its registered office for issuing the duplicate attendance slip.

EXPLANATORY STATEMENT PURSUANT TO THE COMPANIES ACT, 2013**Item No. 4: Ratification of utilization of Funds raised through Preferential issue**

To,
The members,
Parab Infra Limited

Dear Shareholders,

BSE has issued a notice to your company. Therefore, we are seeking your ratification. The matter in relation to which the ratification is sought is as follows:

Whereas board of directors of your company on 01.11.2012 allotted 40,00,000 equity shares at Rs.10/- at par and on 22.06.2013 allotted 12,00,000 equity shares of Rs.10/- each allotted at a premium of Rs.50/- per share (12,00,000 Equity shares were allotted at Rs.60/- including premium) and a total amount of Rs.11.20 crores was raised.

Whereas the objectives of the preferential issue were as follows:

1. To fulfil additional funding requirements of the company for expansion of business of realty
2. Investment objective
3. Funding Working Capital requirements
4. Marketing
5. Other Corporate Purposes.

However, all the funds that were raised through the preferential issue could not be utilized for the above purposes. However, a major amount that was raised was utilised for the abovementioned purposes. A detailed breakup of the utilisation of funds is given as below:

Sr. No.	Amount	Purpose
1	7.30 crore	Realty business
2	0.32 crore	Working capital
3	2.83 crore	Granting interest bearing loans
4	0.75 crore	Invested in Fixed Deposit
	11.20 crore	Total

The directors of the company hereby seek the ratification of its above act by passing the following resolution:

SPECIAL RESOLUTION

“RESOLVED THAT the shareholders of PARAB INFRA LIMITED hereby ratify all the actions of the Officers and Directors as presented to the shareholders

The members of the Company, pursuant to the said BSE Ltd. notice number 20160613-29 dated June 13, 2018, the Company, hereby ratify and approve the utilization of funds by the Company in the manner stated in the table below :

Sr. No.	Amount	Purpose
1	7.30 crore	Realty business
2	0.32 crore	Working capital
3	2.83 crore	Granting interest bearing loans
4	0.75 crore	Invested in Fixed Deposit
	11.20 crore	Total

EXPLANTORY STATEMENT

Your company PARAB INFRA LIMITED, due to lack of business opportunities, could not utilize the all the funds raised through preferential issue for the objects mentioned in the resolution. However, your company has utilised a major portion of the funds to fulfil the objectives mentioned in the resolution.

Your company therefore seeks the ratification of its members to approve the act of the Directors and Officers of the company.

ANNEXURE TO THE NOTICE**Disclosure pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Details of Director retiring by rotation seeking re-appointment at the Annual General Meeting:

Names of the Director eligible for re-appointment	Mr. Narendra Dogra (DIN: 07907587)
Date of Birth	03/02/1968
Date of Appointment	31/08/2017
Nationality	Indian
Qualification	Bachelor's degree of commerce from Mumbai University
Expertise	He is having experience of 16 years in the field of management. He looks into the affairs of the Company
Directorship of other Listed Companies	Nil
Membership/Chairmanship of Committees of other Listed Companies	Nil
No. of shares held in the Company	NIL

**By order of the Board of Directors
For Parab Infra Limited**

sd/-

**Neha Botadra
Company Secretary & Compliance officer**

Mem No: A52139

PAN: BJLPM8875N

Place: Mumbai

Date: 31.08.2018

PARAB INFRA LIMITED

CIN: L45209MH1989PLC221005

Registered Office: 302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg,
Mulund (West), Mumbai-400080

Email: pacheli.enterprises@yahoo.com Website: www.parabinfra.com

Contact No: 9167947511

BOARD'S REPORT

To,
The Members of
Parab Infra Limited

The Directors of your Company are pleased to present the 29th Annual Report together with the Audited Financial Statements for the financial year ended on 31st March, 2018.

1. FINANCIAL RESULTS:

The following table shows the operational results of the Company for the year 2017-18 as compared to that of the previous year:

Particulars	(Amount in Rs)	
	31-03-2018	31-03-2017
Total Income	71,50,037	1,46,50,147
Total Expenses	42,23,381	71,79,019
Profit before Tax	29,26,656	74,71,128
Less: Provision for Tax		
Current Tax	10,24,764	22,67,500
Deferred Tax	-	-
Profit after Tax	19,01,892	52,03,628

2. PERFORMANCE & RESULTS:

During the year under review, the Company has made a profit after tax of Rs.19,01,892/- against the profit earned in the previous year of Rs.52,03,628/-. Detailed performance of the Company is set out under Management's and Discussion Analysis Report as attached to this Report.

3. CHANGES IN THE NATURE OF BUSINESS, IF ANY:

During the year under review, there were no changes in the nature of business of the Company.

4. DIVIDEND:

After considering the financial results for the financial year 2017-18, your Directors are of the opinion that it is prudent that no dividend be declared for the year under review so that the profits earned in the financial year can be ploughed back and utilized for growth and other expansion plans.

5. FIXED DEPOSITS:

The Company has not accepted any fixed deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 and as such no amount of principal or interest was outstanding as on the Balance sheet date.

6. SHARE CAPITAL:

There is no change in the share capital of the Company during the year 2017-18. There was no public issue, rights issue, bonus issue or preferential issue during the year under review. The Company has not issued any shares with differential voting rights, sweat equity shares nor granted any stock options.

7. DIRECTORS AND KEY MANAGERIAL PERSONNEL:**Inductions:**

The following appointments were made till the date of the report:

- Mr. Narendra Dogra who was appointed as an Additional Director on 31st August, 2017 was regularized as Director and appointed as Managing Director in the Annual General Meeting held on 29th September, 2017.
- Mr. Shivcharan Kashyap was appointed as Chief Financial officer with effect from 14th February, 2018.
- Mrs. Neha Botadra, Company Secretary with effect from 12th August, 2017 was appointed as a Compliance officer of the Company on 31st August, 2017.

Re-appointments:

- As per the provisions of the Companies Act, 2013, Mr. Narendra Dogra retires by rotation at the ensuing AGM and being eligible seeks re-appointment. The Board recommends his re-appointment.

Resignations:

- Ms. Jinal Doshi, Company Secretary resigned with effect from 30th May, 2017. The casual vacancy created by her resignation was filled by Mrs. Neha Botadra on 12th August, 2017.
- Mr. Amrit Gandhi ceased to be the Managing Director and compliance officer with effect from 31st August, 2017.
- Mr. Kalu Kamble ceased to be a Whole Time Director, Chief Financial officer and Chairman of the Board with effect from close of business hours of 18th January, 2018.

8. CRITERIA FOR SELECTION OF CANDIDATES FOR APPOINTMENT AS DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT PERSONNEL:

The Nomination and Remuneration Committee has laid down a well defined criteria for selection of candidates for appointment as Directors, Key Managerial Personnel and Senior Management Personnel in the nomination and Remuneration policy recommended by them and approved by the Board of Directors which is attached in brief to Board's Report as an Annexure A and detailed is available on your Company's website www.parabinfra ltd.com.

9. REMUNERATION TO KEY MANAGERIAL PERSONNEL:

The Company has paid remuneration to Key Managerial Personnel during the year under review within the limits as specified in the Companies Act, 2013.

10. BOARD DIVERSITY:

The Company recognizes and embraces the importance of having a diverse Board in its success. We believe that a truly diverse board will leverage differences in thought, perspective, knowledge, skill, regional and industrial experience, cultural and geographical background, age, ethnicity, race and gender, which will help us to retain our competitive advantage. The Board has adopted the Board Diversity Policy and is available on your Company's website www.parabinfra ltd.com.

11. MEETINGS OF BOARD AND COMMITTEES:**Board of Directors:**

The Board of Directors of your Company met 5 times during the financial year 2017-18. The details of the meeting and the attendance of the Directors are provided in the Corporate Governance Report. The maximum time gap between any two consecutive meetings did not exceed 120 days.

Board Committees:

Your Company has in place various Committees in compliance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, 2015 viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee. The Board has voluntarily constituted the Risk Management Committee.

All decisions pertaining to the constitution of Committees, appointment of members and fixing of terms of reference/role of the Committees are taken by the Board of Directors in the best interest of all stakeholders. Details of the role and composition of these committees, including the number of meetings held during the financial year are provided in the Corporate Governance Report.

12. PERFORMANCE EVALUATION OF BOARD, COMMITTEES AND DIRECTORS:

Pursuant to the provisions of Section 134(3)(p), 149(8) and Schedule IV of the Companies Act, 2013 and Regulation 17 of SEBI Listing Regulations, 2015, Annual performance evaluation of the Directors as well as the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee of the Board has been carried out.

The performance evaluation of the Independent Directors was carried out by the entire Board and the performance Evaluation of the Non-Independent Directors was carried out by the Independent Directors of the Company.

13. DIRECTORS RESPONSIBILITY STATEMENT:

The Board of Directors hereby confirm:

- (i) in the preparation of the annual accounts for the financial year ended 31st March, 2018, the applicable accounting standards read with requirements set out under Schedule III to the Companies Act, 2013, have been followed and there are no material departures from the same.
- (ii) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company for the financial year ended 31st March, 2018 and of the profit of the company for the year ended on that date.
- (iii) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- (iv) the directors have prepared the annual accounts on a going concern basis.
- (v) the directors have laid down the internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- (vi) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. INDEPENDENT DIRECTORS MEETING:

During the year under review, the Independent Directors of the Company met on 29th March, 2018, inter-alia to evaluate the performance of Non-Independent Directors and the Board of Directors of the Company as a whole

15. COMPLIANCE ON CRITERIA OF INDEPENDENCE BY THE INDEPENDENT DIRECTORS:

All Independent Directors of the Company have given declarations to the Company under Section 149(7) of the Companies Act, 2013 that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and also under the Regulation 25 of SEBI Listing Regulations, 2015.

16. FAMILIARIZATION PROGRAMME:

The details of programme for familiarization of Independent Directors of your Company are available on your Company's website www.parabinfraltd.com.

17. STATUTORY AUDITOR:

M/s D J N S & Associates, Chartered Accountants submitted his resignation letter with effect from 31st August, 2017 as a Statutory Auditor of the Company and Board accepted his resignation with immediate effect.

Pursuant to the provisions of section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013, M/s. Masrani & Co, Chartered Accountants, Mumbai (Mem No: 043271) were appointed as a statutory auditor in the Annual General Meeting held on 29th September, 2017 for a period of 5 consecutive years i.e. FY 2021-2022.

Accordingly, members are requested to ratify and re-appoint M/s. Masrani & Co, Chartered Accountants, Mumbai (Mem No: 043271) as statutory auditors of the Company and to fix their remuneration.

The Auditor's Certificate given by M/s. Masrani & Co, Chartered Accountants, Mumbai (Mem No: 043271) for the year 2017-2018 does not contain any qualification, reservation or adverse remark.

18. DETAILS IN RESPECT OF FRAUDS REPORTED BY STATUTORY AUDITORS UNDER SECTION 143(12):

During the year under review, there were no frauds reported by the Statutory Auditor to the Audit Committee or the Board under section 143(12) of the Companies Act, 2013.

19. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

During the year under review, the Company has not provided any corporate guarantees nor made any investments pursuant to section 186 of the Companies Act, 2013. Particulars of Loans made during the year as required under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

During the year under review, there were no related party transactions pursuant to section 188 of the Companies Act, 2013. Your Company's Policy on Related Party Transactions, as adopted by your Board, can be accessed on your Company's website www.parabinfraltd.com.

21. PARTICULARS OF EMPLOYEES:

The statement of particulars of employees under Section 197(12) read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 is not provided with during the financial year under review as no employee of the Company was in receipt of remuneration in excess of the limits set out in the said rules.

22. WEBLINK OF ANNUAL RETURN:

The Company is having website i.e. www.parabinfraltd.com and annual return has been published on such website. Link of the same is given below:

<http://www.parabinfraltd.com/Announcent.html>

23. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of SEBI Listing Regulations, 2015 is presented in a separate section forming part of the Annual Report.

24. SECRETARIAL AUDITOR:

Secretarial Audit for the year 2017-18 was conducted by Mr. Vijaykumar Tiwari, Proprietor of Vijay S. Tiwari & Associates, Practising Company Secretary in accordance with the provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report is attached to this report as an Annexure B wherein the following observations has been made by the Secretarial Auditor.

Observations:

However, company has received show cause notice dated 15th March, 2017 and other notices dated 28th March, 2016 and 4th March, 2016 issued by the BSE Limited for trading suspended on BSE as a Surveillance Measure with effect from 31st March, 2016 vide notice no.20160328-15.

Management's Reply:

Company has replied to various notices issued and Management is taking all its efforts to get the suspension of trading of securities revoked by complying with instructions of BSE.

25. COST AUDIT:

The provision of cost audit as per section 148 of the Companies Act, 2013 is not applicable to the Company.

26. AMOUNT TRANSFER TO RESERVES:

The credit balance of Profit and Loss account is transferred to reserves in Balance sheet.

27. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year under review.

28. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES:

As on 31st March, 2018, the Company has no subsidiaries, associates and Joint venture Companies.

29. CORPORATE GOVERNANCE:

Pursuant to SEBI Listing Regulations, 2015, Corporate Governance is not applicable to the Company but a separate chapter titled 'Corporate Governance' has been included in this Annual Report along with the reports on General Shareholder Information as a good corporate governance practice.

The requisite certificate from the Auditors of the Company confirming compliance with the conditions of Corporate Governance along with a declaration signed by the Managing Director stating that the members of the Board and Senior Management personnel have affirmed compliance with the Code of Conduct of the Board of Directors for the year 2017-18 is attached to the report on Corporate Governance.

30. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:

The particulars relating to conservation of energy, technology absorption and foreign exchange earnings and outgo required to be furnished pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are as under:

Part A and B of the Rules pertaining to conservation of energy and technology absorption are not applicable to the Company.

The Company has neither earned nor spent any foreign exchange during the year under review.

31. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has in place adequate internal financial control commensurate with the size, scale and complexity of its operations. The Company has policies and procedures in place for ensuring proper and efficient conduct of its business, the safeguarding of its assets, the prevention and detection of fraud and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information. The Company has adopted accounting policies, which are in line with the Accounting Standards and the Companies Act, 2013.

32. CORPORATE SOCIAL RESPONSIBILITY:

The present financial position of the Company does not mandate the implementation of CSR activities pursuant to the provisions of Section 135 and Schedule VII of the Companies Act, 2013. The Company will constitute CSR Committee, develop CSR policy and implement the CSR initiatives whenever it is applicable to the Company.

33. RISK MANAGEMENT POLICY:

The Company has established a well documented and robust risk management framework under the provisions of the Companies Act, 2013. The Company has voluntarily constituted a Risk Management Committee in place to review and monitor the implementation of the Risk Management Policy of the Company.

Under this framework, risks are identified across all business processes of the Company on a continuous basis. Once identified, the risks are managed systematically. These risks are further broken into various sub-categories of risks such as operational, financials, contractual and proper documentation is maintained.

34. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has set up vigil Mechanism viz. Whistle Blower Policy to enable the employees and Directors to report genuine concerns, unethical behaviour and irregularities, if any, in the Company noticed by them which could adversely affect company's operations, to the Audit Committee Chairman. The Vigil Mechanism Policy

has been uploaded on your Company's website. The same is reviewed by the Audit Committee from time to time. No concerns and irregularities have been reported till date.

35. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS, IF ANY:

There were no significant material orders passed by the Regulators / Courts which would impact the going concern status of your Company and its future operations during the year under review.

36. MATERIAL EVENTS OCCURRING AFTER BALANCE SHEET DATE:

During the year under review, there were no material events and commitments affecting the financial position of the Company occurring after Balance sheet date.

37. STATUTORY DISCLOSURES:

A copy of the Audited financial statements will be made available to the members of the Company, seeking such information at any point of time and will be kept for inspection by any members of the Company at its registered office during business hours.

The Cash Flow Statement for the year 2017-18 is attached to the Balance Sheet.

38. LISTING AND DEMATERIALISATION:

The Company confirms that it has paid the Annual Listing Fees for the year 2018-2019 to BSE Limited.

BSE vide its notice no 20160328-15 dated 28th March, 2016 in continuation with notice no 20160304 dated 4th March, 2016 suspended the trading in Equity shares of the Company on account of GSM with effect from 31st March, 2016. However, efforts are being made by your Board of Directors to get such suspension revoked at the earliest by BSE Limited and that the shares of your Company are traded again at BSE Limited.

Shareholders are requested to convert their physical holding to dematerialized form on or before 5th December, 2018 by availing the demat facility provided by NSDL and CDSL.

39. STAKEHOLDERS RELATIONSHIP:

Stakeholder's relations have been cordial during the year. As a part of compliance, your Company has Stakeholders Relationship Committee to consider and resolve the grievances of security holders of your Company. There were no investor's grievances pending as on 31st March, 2018. A confirmation to this effect has been received from your Company's Registrar and Share Transfer Agent.

40. ENHANCING SHAREHOLDERS VALUE:

Your Company believes that its members are among its most important stakeholders. Accordingly, your Company's operations are committed to the pursuit of achieving high levels of operating performance and cost competitiveness, consolidating and building for growth, enhancing the productive asset and resource base and nurturing overall corporate reputation. Your Company is also committed to creating value for its other stakeholders by ensuring that its corporate actions positively impact the socio-economic and environmental dimensions and contribute to sustainable growth and development.

41. SEXUAL HARRASMENT:

Your Company has zero tolerance towards sexual harassment at the workplace and has adopted a policy on Sexual Harassment in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder. The said policy can be accessed on your Company's website: www.parabinfraltd.com.

42. ACKNOWLEDGEMENTS:

Your Directors take this opportunity to express their sincere appreciation for the excellent support and co-operation extended by the shareholders, customers, bankers and other business associates. Your Directors gratefully acknowledge the ongoing co-operation and support provided by the Central Government, State Government and all other Regulatory Authorities. Your Directors also place on record their deep sense of appreciation to all employees for their dedicated services rendered at various levels.

**For and on behalf of the Board of Directors
For Parab Infra Limited**

sd/-
Narendra Dogra
Managing Director
DIN: 07907587

sd/-
Paresh Rathod
Director
DIN: 02760252

Place: Mumbai

Date: 31.08.2018

ANNEXURE A TO BOARD'S REPORT
Remuneration Policy
For Directors, Key Managerial Personnel and other employees

I. Preamble:

The Board of Directors of Parab Infra Limited ("PIL" or "the Company") have adopted this Remuneration Policy for Directors, KMP's and other employees.

II. The objective and purpose of this policy are:

- To lay down criteria, to fix the terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial position and to determine their remuneration.
- To determine the remuneration based on the Company's size, financial position, trends and practices on remuneration prevailing in peer companies, in the real estate industry.
- To carry out the evaluation of the performance of Directors, Key Managerial Personnel and Senior Management Personnel.
- To provide them reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

In the context of the aforesaid criteria, the following policy has been formulated by the Nomination and Remuneration Committee and adopted by the Board of Directors.

III. Effective Date:

This policy is effective from 14th February, 2017.

IV. Constitution of the Nomination and Remuneration Committee:

The Nomination and Remuneration Committee comprises of the following members:

Sr. No	Names of the Member	Designation
1	Mr. Shakil Bilali	Chairperson
2	Mr. Paresh Rathod	Member
3	Ms. Khushboo Parkar	Member

The Board has the power to reconstitute the Committee consistent with the Company's policy and applicable statutory requirements.

V. General:

- This Policy is divided into three parts:
 Part – A covers the matters to be dealt with and recommended by the Committee to Board
 Part – B covers the appointment and nomination and
 Part – C covers remuneration and perquisites etc

VI. Stock Options:

The independent Directors shall not be entitled to any stock options of the Company.

VII. Chairman:

In the absence of Chairperson, the members of the Committee present at the meeting shall choose any amongst them to act as a Chairperson.

VIII. Quorum:

Minimum 2 members shall constitute a quorum for the Committee meeting.

IX. Frequency of meetings:

Meetings of the Committee could be held at such intervals as may be required.

X. Minutes of the Committee Meeting:

Minutes of all meetings must be signed by Chairperson of the meeting or at subsequent meeting.

XI. Approval of the Remuneration Policy:

This Remuneration Policy shall apply to all future employment agreements with members of Company's Senior Management including Key Managerial Personnel and Board of Directors.

This Remuneration Policy is binding on the Board of Directors including its provisions on stock options. In other respects, the Remuneration Policy shall be of guidance for the Board. Any departure from the policy shall be recorded and reasoned in the Board's minutes.

XII. Amendments:

The Nomination and Remuneration Committee shall review the policy from time to time and make necessary recommendations to Board. Any amendment to this policy can be made only with the approval of Board of Directors.

FORM NO. MR-3
Annexure to Board's Report
Secretarial Audit Report

For the period April 1, 2017 to March 31, 2018

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

To,
The Board of Directors
PARAB INFRA LIMITED
(Erstwhile known as Pacheli Enterprises Ltd.)
302, Vikas Commercial Complex,
Vikas Paradise, Bhakti Marg,
Mulund (West), Mumbai 400080

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PARAB INFRA LIMITED** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon. Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents, and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the Financial Year ended on March 31, 2018 (hereinafter referred as "audit period" ended on March 31, 2018) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by PARAB INFRA LIMITED ("The Company") for the financial year ended on March 31, 2018 according to the provisions of:

I. The Companies Act, 2013 ('the Act') and the Rules made thereunder;

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not Applicable to the Company during Audit Period).

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

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not Applicable to the Company during Audit Period)**.
- d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- e. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not Applicable to the Company during Audit Period)**
- f. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not Applicable to the Company during Audit Period)**
- g. the Company has complied with the requirements under the Equity Listing Agreement entered into with BSE Limited; and
- h. The Memorandum and Articles of Association.

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The Listing Agreement entered into by the Company with the BSE Limited and new listing Agreement executed during the year pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with effect from 1st December, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Listing Agreement etc. and partially complied with Secretarial Standards mentioned above.

2. We further report that the Company has, in our opinion, complied with the provisions of Companies Act, 2013 and the Rules made under that Act as notified by Ministry of Corporate Affairs and the Memorandum and Articles of Association of the Company, with regard to:

- a) Maintenance of various statutory registers and documents and making necessary entries therein
- b) Closure of the Register of Members
- c) Forms, returns, documents and resolutions required to be filed with the Registrar of Companies and the Central Government
- d) Service of documents by the Company on its Members, Auditors and the Registrar of Companies
- e) Notice of Board meetings and Committee meetings of Directors
- f) The meetings of Directors and Committees of Directors including passing of resolutions.
- g) The 28th Annual General Meeting was held on 29th September, 2017 and during the audit period, the company passed Ordinary Resolutions under section 196,197,198 and 203 for appointment of Managing Director.
- h) Minutes of proceedings of General Meetings and of the Board and its Committee meetings
- i) Approvals of the Members, the Board of Directors, the Committees of Directors and the government authorities, wherever required

- j) Constitution of the Board of Directors/Committee(s) of Directors, appointment, resignation and reappointment of Directors including the Managing Director and Whole-time Directors
- k) Payment of remuneration to Directors including the Managing Director and Whole-time Directors
- l) Appointment and remuneration of Auditors
- m) Transfer and transmission of the Company's shares and issue and dispatch of duplicate certificates of shares
- n) Declaration and payment of dividends **(Not Applicable to the Company during Audit Period).**
- o) Transfer of certain amounts as required under the Act to the Investor Education and Protection Fund and uploading of details of unpaid and unclaimed dividends on the websites of the Company and the Ministry of Corporate Affairs **(Not Applicable to the Company during Audit Period).**
- p) Investment of the Company's funds including investments and loans to others
- q) Form of balance sheet as prescribed under Part I, form of statement of profit and loss as prescribed under Part II and General Instructions for preparation of the same as prescribed in Schedule VI to the Act
- r) Boards' report
- s) Contracts, common seal, registered office and publication of name of the Company; and
- t) Generally, all other applicable provisions of the Act and the Rules made under the Act.

3. We further report that:

- a) The Board of Directors of the Company including Committees thereof is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Woman Director and Independent Directors. During the audit period under review, Stakeholders Committee was reconstituted so as to comply with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Guidelines and Companies Act, 2013.
- b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
- d) The Company has obtained all necessary approvals under the various provisions of the Act; and
- e) There was no prosecution initiated and no fines or penalties were imposed during the year under review under the Act, SEBI Act, SCRA, Depositories Act, Listing Agreement and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers. **However, company has received show cause notice dated 15th March, 2017 and other notices dated 28th March, 2016 and 4th March, 2016 issued by the BSE Limited for trading suspended on BSE as a Surveillance Measure with effect from 31st**

March, 2016 vide notice no.20160328-15 and Company has replied to various notices issued and Management is taking all its efforts to get the suspension of trading of securities revoked by complying with instructions of BSE.

f) The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel;

g) The Company has complied with the provisions of the Securities Contracts (Regulation) Act, 1956 and the Rules made under that Act, with regard to maintenance of minimum public shareholding.

4. We further report that

a) The Company has complied with the provisions of the Depositories Act, 1996 and the Bye-laws framed thereunder by the Depositories with regard to dematerialization / rematerialisation of securities and reconciliation of records of dematerialized securities with all securities issued by the Company.

5. We further report that:

a) The Company has complied with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;

6. We further report that no audit has been conducted on compliance with finance and taxation laws as the same are subject to audit by Statutory Auditor and Internal Auditor to the Company and their observations, if any, shall hold for the purpose of the Audit Report.

We further report that during the audit period, there were no instances of:

1. Public/Right/Preferential Issue of Shares/Debentures/Sweat Equity ,etc
2. Redemption/Buy Back of Securities.
3. Merger/Amalgamation/Reconstruction.etc
4. Foreign technical Collaborations

**For Vijay S. Tiwari & Associates
Company Secretaries LLP**

sd/-

**Vijaykumar Tiwari
Proprietor**

Date: 31.08.2018

ACS: 33084

CP No: 12220

LIST OF OTHER LAWS APPLICABLE TO THE COMPANY

Sr. No.	Governing Act/Rules/Regulations/Circulars/Notifications etc
1	Income Tax Act, 1961
2	Negotiable Instruments Act, 1881
3	The Bombay Shops and Establishments Act, 1948
4	Indian Contract Act, 1872
5	Emblems and Names (Prevention of Improper Use) Act, 1947
6	The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

**For Vijay S. Tiwari & Associates
Company Secretaries LLP**

sd/-

Vijaykumar Tiwari

Proprietor

Date: 31.08.2018

ACS: 33084

CP No: 12220

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**OVERVIEW:**

The Company is an infrastructure Company in Mumbai Metropolitan Range (MMR) with current focus on residential and office space development. Our primary focus is to continually strengthen our position to be a premium developer maintaining a reputation for quality and innovation our strong focus is on bringing the best to Indian real estate by having a dedicated 'innovation' cell with the mandate of finding and implementing customer-focused innovation across the organization and forming best in class partnerships and alliances. Our strategy is primarily in MMR.

INDUSTRY:

The Company mainly focuses on Investment Industry and Real Estate Industry. Infrastructure development in India has been going through a very difficult phase. The real estate sector comprises four sub sectors - housing, retail, hospitality and commercial. The growth of this sector is well complemented by the growth of the corporate environment and the demand for office space as well as urban and semi-urban accommodations. The Government of India along with the government of the respective states has taken several initiatives to encourage the development in the sector. With the introduction of Real Estate Regulatory Authority (RERA), the Industry will become more organized and company looks for growth in the sector resulting in business opportunities for the Company as well.

FINANCIAL PERFORMANCE:

The total income of the Company for the year under review was Rs.71,50,037/- as against Rs.1,46,50,147/- achieved during the previous year. Expenditure incurred during the year is Rs.42,23,381/-vis-à-vis Rs. 71,79,019/-in the previous year and the Company earned a net profit of Rs.19,01,892/- as against profit of Rs. 52,03,628/- in the previous year. At present, our focus is to strengthen our balance sheet and create a long term shareholder value.

OPPORTUNITIES:

The Indian real estate sector is among the fastest growing market in the world. The key factors responsible for such strong growth in Indian real estate sector are favourable demographics, rapid urbanization and constantly rising purchasing power of people. Availability of customer friendly housing finance institutions and banks along with favourable reforms launched by the government in order to attract foreign investment are also major drivers of growth in real estate sector. Currently, the investment trend in Indian real estate sector is marked by significant contributions from Non Resident Indians. Further, demand for space from sectors such as education and healthcare has opened ample opportunities in the real estate sector. As a parallel development, besides FDI, real estate fund are expected to pump money into the real estate sector. Proposed law to reform the unregulated construction industry, enables the future deals more obvious and transparent, in turn it attracts great deal of capital, particularly from the upper and middle income categories.

THREATS:

Real estate sector has not yet been given 'industry' status, despite its size, backward and forward linkages. All the real estate projects have to pass through the government for approval and various other clearances from different government institutions and in India, this process is very slow. Limited institutional funding options are available for real estate projects. Volatility in availability of labour is adversely impacting the meeting of time schedules. Rising input cost impacts final prices and could subdue demand. Changes in lending policies by the banking sector could increase the cost of borrowing. Further, overall global economic slowdown may impact the Indian economy which may bring slowdown in real estate sector as well and Company's plan of

expansion may get setback.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

Your Company has in place internal control systems and procedures commensurate with the size and nature of its operations. Internal control process which consists of adopting appropriate management systems and its implementation are followed. These are aimed at giving the Audit Committee a reasonable assurance on the reliability of financial reporting and statutory & regulatory compliances, effectiveness and efficiency of your Company's operations. The internal control systems are reviewed periodically and revised to keep in tune with the changing business environment. The Company has also appointed Internal Auditor pursuant to the provisions of Companies Act, 2013 read with relevant rules made thereunder.

DISCLOSURE OF ACCOUNTING TREATMENT:

The Company has followed all relevant Accounting Standards while preparing the financial statements for the financial year 2017-18.

MANAGEMENT OUTLOOK:

With the thrust from the government to the construction industry through various initiatives for revival of infrastructure sector, your company is seeing immense opportunities in its core competency area.

The adaptability to meet the challenges and encash opportunities available through a well business plan along with increased spending in the infrastructure segment in India that will help the company to reap the benefit of the opportunities by evaluating various options for venturing into other infrastructure and maximize shareholder's value.

RISKS AND CONCERNS:

Your Company has an elaborate Risk Management procedure, which is based on three pillars: Business Risk Assessment, Operational Controls Assessment and Policy Compliance processes. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The Company has set up a Risk Management Committee to monitor the risks and their mitigating actions and the key risks are also discussed at the Audit Committee. Some of the risks identified by the Risk Management Committee relate to competitive intensity and cost volatility. The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditor. Significant audit observations and follow up actions thereon are reported to the Audit Committee. The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations, including those relating to strengthening of the Company's risk management policies and systems.

HUMAN RESOURCES:

Company's Human Resource agenda remained focused on reinforcing the key thrust areas. The Company believes that employees are our key differentiators and the Human Resource function acts as a strategic enable to help businesses to achieve their objectives. The Company has also focused on building speed and simplification in ways of working. The Company continued to enjoy healthy industrial relation.

FORWARD-LOOKING STATEMENT:

The report contains forward-looking statements, identified by words like 'plans', 'believes', 'projects', and so on. All statements that address expectations or projections about the future but not limited to the Company's strategy for growth. Product development, market position, expenditures and financial results are forward-looking statements. Since these are based on certain assumptions and expectations of future events, Company cannot guarantee that these are accurate or will be realized. The Company's actual results, performance or achievements could thus differ from those projected in any forward-looking statements.

The Company assumes no responsibility to publicly amend, modify and revise any such statements on the basis of subsequent development, information or events.

CAUTIONARY STATEMENT:

Statements in this Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand and supply conditions, finished goods prices, input materials availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments and other factors such as litigation and labour negotiations.

**By order of the Board of Directors
For Parab Infra Limited**

sd/-

Neha Botadra

Company Secretary & Compliance officer

Mem No: A52139

PAN: BJLPM8875N

Place: Mumbai

Date: 31.08.2018

CORPORATE GOVERNANCE REPORT

Your Company is generally complying with the requirements of Corporate Governance Practices. Pursuant to Regulation 15(2) of SEBI (LODR) Regulations, 2015, the requirements of compliance with the corporate governance provisions as specified in regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V is not mandatory to the Company.

However, as a good Corporate Governance practice, a report on the implementation of the Corporate Governance provisions by your Company is furnished below:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Your Company is fully committed to practice sound Corporate Governance and uphold the highest business standards in conducting the business. The Company has always worked towards building trust with all its stakeholders based on the principles of good Corporate Governance. Your Company is guided by a key set of values for all its internal and external interactions. The Company is open, accessible and consistent with its communication.

Our governance philosophy rests on five basic tenets:

- Board accountability to the Company and shareholders;
- Strategic guidance and effective monitoring by the Board;
- Protection of minority interests and rights;
- Equitable treatment of all shareholders and
- Superior transparency and timely disclosure

2. BOARD OF DIRECTORS

Composition and category of the Board:

As on 31st March, 2018, Board comprises of 5 members which is in conformity with the requirements of Regulation 17 of SEBI (LODR) Regulations, 2015. There is no nominee or Institutional Directors on Board of the Company.

Names of the Director	Designation	Executive/Non- Executive
Mr. Shivcharan Kashyap	Chief Financial officer	Executive
Mr. Narendra Dogra	Managing Director	Executive Director
Mr. Shakil Bilali	Independent Director	Non – Executive Director
Mr. Paresh Rathod	Independent Director	Non – Executive Director
Ms. Khushboo Parkar	Independent Director	Non – Executive Director

Number of Board Meetings:

The Board of Directors met 5 times during the financial year 2017-18. The Board meets atleast once in a quarter with a gap of not more than 120 days between any two meetings. The details of the Board meetings are as under:

Sr. No	Board Meetings Date	Board Strength	No of Directors Present
1	30 th May, 2017	5	5
2	12 th August, 2017	5	5
3	31 st August, 2017	6	6
4	14 th November, 2017	5	5
5	14 th February, 2018	5	5

Director's attendance record and details of Directorships/Committee Positions held:

As mandated by SEBI Listing Regulations 2015, none of the Directors on the Board are a member of more than ten committees and Chairman of more than five committees, across all listed entities in which he/she is a director.

Further, none of the Directors of the Company serves as an Independent Director in more than seven listed companies.

Table 1 below gives the names of Director, their attendance at the Board Meetings held during the year and at the last Annual General Meeting and also the number of Directorships and board-level committee positions held by them till the date of cessation.

Table 1

Names of the Director	No of Board Meetings		Attended last AGM	No of post of chairman in Audit/Stakeholder Committee held in listed entities including this listed entity	Number of membership in Audit/Stakeholder Committee(s) including this listed entity
	Held	Attended			
Narendra Dogra**	5	3	Yes	0	2
Shivcharan Kashyap**	5	1	No	0	0
Kalu Kamble*	5	4	Yes	0	0
Amrit Gandhi*	5	3	Yes	0	0
Shakil Bilali	5	5	Yes	1	2
Paresh Rathod	5	5	Yes	0	0
Khushboo Parkar	5	5	Yes	1	2

Excludes Private Limited Companies, Foreign Companies and companies registered under Section 8 of the Companies Act, 2013 (i.e. companies with charitable objects)

**Mr. Narendra Dogra who was appointed as an Additional Director on 31st August, 2017 was regularized as Director and appointed as Managing Director in the Annual General Meeting held on 29th September, 2017.

**Mr. Shivcharan Kashyap was appointed as Chief Financial officer with effect from 14th February, 2018.

Ms. Jinal Doshi, Company Secretary resigned with effect from 30th May, 2017. The casual vacancy created by her resignation was filled by Mrs. Neha Botadra on 12th August, 2017.

Mrs. Neha Botadra, Company Secretary with effect from 12th August, 2017 was appointed as a Compliance officer of the Company on 31st August, 2017.

*Mr. Amrit Gandhi ceased to be the Managing Director and compliance officer with effect from 31st August, 2017.

* Mr. Kalu Kamble ceased to be a Whole Time Director, Chief Financial officer and Chairman of the Board with effect from close of business hours of 18th January, 2018.

Brief resume of Directors proposed to be re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under SEBI Listing Regulations, 2015 is as follows:

Name of Director eligible for re-appointment	Mr. Narendra Dogra
Date of Birth	03/02/1968
Date of Appointment	31/08/2017
Nationality	Indian
Qualification	Bachelor's degree of commerce from Mumbai University
Expertise	He is having experience of 16 years in the field of management. He looks into the affairs of the Company
Directorship of other Listed Companies	Nil
Membership/Chairmanship of Committees of other Listed Companies	Nil
Shareholding in the Company	Nil

Independent Directors:

The Company has complied with the provisions of SEBI (LODR) Regulations, 2015 and Section 149(6) Companies Act, 2013 with respect to the appointment of Independent Directors. The Company has also obtained declarations from all the Independent Directors pursuant to Section 149(7) of the Companies Act, 2013. The familiarization programmes imparted to independent directors, terms and conditions of appointment of Independent Directors and their appointment letters has been placed on the Company's website: www.parabinfra.com. The Board evaluated the performance of Non executive and Independent Directors. All the Directors are eminent personalities having wide experience in the field of business, industry and administration. Their presence on the Board is advantageous and fruitful in taking business decisions.

The Independent Directors held a meeting on 29th March, 2018 without the attendance of Non-Independent Directors and the members of management. All Independent Directors were present at the meeting and they have reviewed the performance of non-independent directors and the Board.

3. COMMITTEES OF THE BOARD

A. Audit Committee

The Audit Committee is duly constituted in accordance with the SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014.

As on 31st March, 2018, the members of the Committee are:-

Names of the Member	Category
Ms. Khushboo Parkar	Chairperson # (NE & I)
Mr. Shakil Bilali	Member # (NE & I)
Mr. Shivcharan Kashyap	Member @ (E)

Non-Executive & Independent, @ Executive

Mr. Amrit Gandhi ceased to be the Managing Director and compliance officer with effect from 31st August, 2017 and Committee was reconstituted to include Mr. Shivcharan Kashyap as a member of the Audit Committee.

Terms of Reference: The Audit Committee act on the terms of reference given by the Board pursuant to Section 177 of the Act and Regulation 18 of the SEBI (LODR) Regulations, 2015. The Committee acts as a link between the Management, the Statutory Auditors, the Internal Auditors, Secretarial Auditors and the Board of Directors. The scope of functioning of the Audit Committee is to review, from time to time, the internal control system, procedures and its adequacy. The Committee reviews accounting policies and financial reporting system and procedures of the Company. It ensures that the financial statements are correct, sufficient and credible and also such other functions as may prescribed from time to time by Regulatory Authorities. The Audit Committee is vested with the necessary powers to achieve its objectives.

Five Audit Committee meetings were held during the year 2017-18 at registered office of the Company on 30th May, 2017, 12th August, 2017, 31st August, 2017, 14th November, 2017 and 14th February, 2018. All the recommendations made by the Audit Committee were accepted by the Board.

B. Stakeholders Relationship Committee

The Stakeholders Relationship Committee comprises of 3 Members, majority of who are Non –Executive Directors as required under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The Committee will consider and resolve the grievances of security holders of the Company. The main object of the Committee is the satisfactory redressal of investors' complaints and providing quality services to the shareholders of the Company.

During the year 2017-18, total 4 (Four) Stakeholders Relationship Committee Meetings were held on 30th May, 2017, 12th August, 2017, 14th November, 2017 and 14th February, 2018. The complaints received during the year are resolved from time to time and as on 31st March, 2018, no investor complaints are pending.

The composition of the Stakeholders Relationship Committee as on 31st March, 2018 is as under:

Names of the Member	Category
Mr. Shakil Bilali	Chairman # (NE & I)
Ms. Khushboo Parkar	Member # (NE & I)
Mr. Narendra Dogra	Member @ (E)

Non-Executive & Independent, @ Executive

Mr. Kalu Kamble ceased to be a Whole Time Director, Chief Financial officer and Chairman of the Board with effect from close of business hours of 18th January, 2018 and Committee was reconstituted to include Mr. Narendra Dogra as a member of the Stakeholders Relationship Committee.

Further, Stakeholders Committee was reconstituted so as to comply with the provisions of the SEBI (LODR) Regulations, 2015, Guidelines and Companies Act, 2013.

Terms of Reference:

1. Oversee and review all matters connected with the transfer of the Company's securities approve issue of the Company's duplicate share /debenture certificates.
2. Consider, resolve and monitor redressal of investors/ shareholders / security holders grievances related to transfer of securities, non-receipt of Annual Report, non-receipt of declared dividend etc.
3. Oversee the performance of the Company's Registrars and Transfer Agents.
4. Recommend methods to upgrade the standard of services to investors.
5. Monitor implementation and compliance with the Company's Code of Conduct for Prohibition of Insider Trading.
6. Carry out any other function as is referred by the Board from time to time and / or enforced by any statutory notification / amendment or modification as may be applicable Perform such other functions as may be necessary or appropriate for the performance of its duties.

C. Nomination and Remuneration Committee

The Nomination and Remuneration Committee is constituted in compliance with the SEBI (LODR) Regulations, 2015 and Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014.

As on 31st March, 2018, the Committee members are

Names of the Member	Category
Mr. Shakil Bilali	Chairman # (NE & I)
Mr. Paresh Rathod	Member # (NE & I)
Ms. Khushboo Parkar	Member # (NE & I)

Non-Executive & Independent

Nomination and Remuneration Committee meetings were held at Registered Office of the Company on 30th May, 2017, 12th August, 2017, 31st August, 2017, 14th November, 2017 and 14th February, 2018.

Terms of Reference:

1. To determine on behalf of the Board and on behalf of the shareholders, the Company's policy on specific remuneration packages for Executive Directors.
2. To review the performance of the Managing Director and the Whole-time Directors, after considering the Company's performance.
3. To recommend the remuneration to the Board including salary, perquisites and commission to be paid to the Company's Managing Director and Whole-time Directors.
4. To finalize the perquisites package of the Managing Director and Whole-time Directors within the overall ceiling fixed by the Board.
5. To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of the directors, key managerial personnel and other employees;
6. To formulate criteria for evaluation of Independent Directors and the Board;
7. To devise a policy on Board diversity;
8. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their

appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.

D. General Body Meetings:

The details of Annual General Meeting held in last three years are as under:

Year	AGM	Venue	Date	Time	No. of resolutions passed in the AGM
2016-2017	AGM	302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg, Mulund (West), Mumbai-400080	29.09.2017	09.30 am	5
2015-2016	AGM	M-101, 1st Floor, Road no. 2, Shweta Park Co-op Hsg. Soc., Daulat Nagar, Borivali (East), Mumbai-400066	21.09.2016	12.30 pm	6
2014-2015	AGM	M-101, 1st Floor, Road no. 2, Shweta Park Co-op Hsg. Soc., Daulat Nagar, Borivali (East), Mumbai-400066	29.09.2015	11.00 am	7

E. RESOLUTION PASSED BY THE POSTAL BALLOT:

During the financial year 2017-18, no resolutions were passed by way of postal ballot.

4. DISCLOSURES:

During the year, there was no transactions material in nature with the Directors, their relatives that had potential conflict with the interest of the Company.

Other Disclosures:

- (a) There are no materially significant transactions with related parties viz., Promoters, Directors or the Management, their relatives etc., having potential conflict with Company's interest at large.
- (b) The Company has followed all relevant Accounting Standards as may be amended from time to time while preparing the financial statements as may be applicable to the Company.
- (c) During the year under review, exercise on Risk Management was carried out and reviewed periodically covering the entire spectrum of business operation by the Risk Committee formed by the Company. The Board has been informed about the risk assessment and minimization procedure through means of a properly defined frame-work as stipulated. Business risk assessment, evaluation and its management is an ongoing process within the Company.
- (d) There was no pecuniary relationship or transactions of Non-executive Directors vis-à-vis the Company during the year under review. The Company has no stock option policy as part of remuneration package applicable for Whole-time Directors or its employees.
- (e) The Company has not raised any proceeds from the public issue/preferential issue and there was no buyback of shares during the year under review.

5. RECONCILIATION OF SHARE CAPITAL AUDIT:

A qualified Practising Company Secretary carries out Secretarial Audit to reconcile the total admitted Capital with CDSL and NSDL and total issued and listed capital of the Company as per books. The Secretarial Audit report confirms that the total issued / paid up capital is in accordance with the total number of shares in physical form and the total number of dematerialized shares held with CDSL and NSDL.

6. CODE OF CONDUCT:

The Board has adopted the Code of Conduct and Ethics ('the Code'). The Code is a comprehensive guide applicable to all the Directors and Members of Senior Management and employees of the Company. The Code is posted on the Company's website www.parabinfra ltd.com and has been communicated to all the Directors and Senior Management Executives and the compliance of the same is affirmed by them every year. A Declaration signed by Managing Director affirming the compliance is annexed separately to this Annual Report.

7. CFO CERTIFICATION:

Mr. Shivcharan Kashyap, CFO of the Company has issued a necessary certificate pursuant to the SEBI (LODR) Regulations, 2015 and same is annexed forming part of the Annual Report.

8. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report forms part of this Annual Report.

9. CODE FOR INSIDER TRADING:

The Company has adopted and implemented a Code of Conduct as per SEBI (Prohibition of Insider Trading Regulations, 2015). The code lays down the guidelines, which include procedures to be followed and disclosures to be made by the insiders while dealing with the shares of the Company.

10. TRAINING OF BOARD MEMBERS:

Board are given formal induction and orientation with respect to the Company's vision, strategic direction and core values including ethics, corporate governance practices, financial matters and business operations. Periodic presentations are made at the Board and Committee Meetings on business and performance updates of the Company, global business environment, business strategy and risks involved.

11. WHISTLE BLOWER POLICY/VIGIL MECHANISM:

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism of reporting illegal or unethical behaviour. The Company has a Whistle Blower Policy wherein the employees are free to report violation of laws, rules, regulations or unethical conduct to their immediate superior or such other person as may be notified by the management to the work groups. The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practice.

12. MEANS OF COMMUNICATION:

In accordance with Regulation 46 of the SEBI (LODR) Regulations, 2015, the Company has maintained a functional website at www.parabinfra ltd.com containing information about the Company viz., details of its business, financial information, shareholding pattern, compliance with corporate governance, details of the policies approved by the Company, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievance etc. The contents of the said website are updated from time to time. The quarterly, half yearly and annual results are published in the newspapers as

required under SEBI (LODR) Regulations 2015 and also displayed on the Company's website for the benefit of the public at large.

13. GENERAL SHAREHOLDER INFORMATION:

i. Forthcoming Annual General Meeting:

Date: 29th September, 2018

Day: Saturday

Time: 09.30 am

Venue: 302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg, Mulund West, Mumbai – 400080

ii. Financial year:

The financial year of the Company covers the financial period from April-March.

During the financial year under review, the Board Meetings for approval of quarterly and annual financial results were held on the following dates:

1st Quarter Results: 12th August, 2017

2nd Quarter Results: 14th November, 2017

3rd Quarter Results: 14th February, 2018

4th Quarter & Annual Results: 30th May, 2018

The tentative dates of the Board Meetings for consideration of financial results for the year ending 31st March, 2019 are as follows:

1st Quarter Results: 14th August, 2018

2nd Quarter Results: 14th November, 2018

3rd Quarter Results: 14th February, 2019

4th Quarter & Annual Results: 30th May, 2019

iii. Date of Book Closure:

Sunday, 23rd September, 2018 to Saturday, 29th September, 2018 (both days inclusive)

iv. Listing:

Presently, the Equity Shares of the Company are listed on the BSE Limited. The Company has paid the annual listing fees for the financial year 2018-2019 to BSE Limited. The Company has paid annual custodial fees for the financial year 2018-2019 to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on the basis of number of beneficial accounts maintained by them as on 31st March, 2018.

Stock code:

ISIN	INE713M01023
BSE code	513359

v. Corporate Identification Number:

Corporate Identity Number (CIN) of the Company is L45209MH1989PLC221005

vi. Dividend payment date:

Not Applicable (Since no Dividend is recommended for the financial year 2017-18)

vii. **Market Price data:** Equity shares of the Company are not traded on BSE Limited on account of GSM

(i) **Shareholding pattern on the basis of categories of shareholders as on 31st March, 2018 is as under:**

Category of Shareholders	No of shares held	%
Promoters and Promoter Group	700000	13.05
OCB's	0.00	0.00
Hindu Undivided Family	338496	6.31
Banks/Financial institutions	20	0.00
Bodies Corporate	1796626	33.48
Non Resident (Non Repatriable)	607	0.01
Non Resident Indians	3707	0.07
Any other (Clearing Members)	5598	0.10
Central Government/State Government	0.00	0.00
Public	2520546	46.98
TOTAL	5365600	100.00

(ii) **Distribution of Shareholding as on 31st March, 2018 pursuant to Regulation 31 of SEBI (LODR) Regulations, 2015 is as under:**

Shareholders Range	Number of shareholders	% of total Shareholders	No. of Shares	% of total Shares
1 to 500	20309	97.81	376949	7.02
501 to 1000	188	0.91	160915	3.00
1001 to 2000	79	0.38	121778	2.27
2001 to 3000	17	0.08	44592	0.83
3001 to 4000	10	0.05	34501	0.64
4001 to 5000	10	0.05	44906	0.84
5001 to 10000	46	0.22	388262	7.24
10001 to Above	103	0.50	4193697	78.16
TOTAL	20762	100.00	5365600	100.00

(iii) **Performance of Parab Infra Limited Share Price in Comparison with BSE Sensex:**

As BSE vide its notice no 20160328-15 dated 28th March, 2016 in continuation with notice no 20160304 dated 4th March, 2016 suspended the trading in Equity shares of the Company with effect from 31st March, 2016, details of the performance of the share price is not available.

(iv) **Dematerialization of Shares:**

The Company has established required connectivity with National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL) and the same are available in electronic segment under ISIN-INE713M01023.

As on 31st March, 2018, 97.49% of the total equity share capital was held in dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL).

The break-up of equity shares held in physical and dematerialised form as on 31st March, 2018 is given below:

Particulars	No of equity shares	Percentage of shares
Demat Segment:		
CDSL	4406315	82.12
NSDL	824753	15.37
Total	5231048	97.49
Physical Segment	134532	2.51
Total	53,65,600	100.00%

(v) Outstanding GDRs/ ADRs/ Warrants or any Convertible Instruments, conversion date and likely impact on equity:

As on date, the Company has not issued GDRs, ADRs or any other Convertible Instruments and as such, there is no impact on the equity share capital of the Company.

(vi) Share Transfer System:

The Registrars and Share Transfer Agent have put in place an appropriate Share Transfer system to ensure timely share transfers. Share transfers are registered and returned in the normal course within an average period of 15 days from the date of receipt, if the documents are clear in all respects. Requests for dematerialisation of shares are processed and confirmation is given to the respective depositories i.e. NSDL and CDSL within 21 days.

(vii) Address for members correspondence:

Members are requested to correspond with the Registrar and Share Transfer Agents at the below given address on all matters relating to transfer/dematerialisation of shares, payment of dividend and any other query relating to Equity Shares of the Company.

Registrar and Share Transfer Agent: Link Intime India Private Limited

C - 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai – 400083

Contact No: 022 4918 6000

Email Id: prachi.babadi@linkintime.co.in

website: www.linkintime.co.in

The Company has maintained an exclusive email id i.e. pacheli.enterprises@yahoo.com for investor correspondence for the purpose of registering any investor related complaints and the same have been displayed on the Company's website: www.parabinfra ltd.com.

Members are required to note that, in respect of shares held in dematerialized form, they will have to correspond with their respective Depository Participants (DPs) for related matters. Members may contact the Compliance Officer and/or the Investor Relation Officer at the following address:

Compliance officer and Investor Relation officer:

Mrs. Neha Botadra, Company Secretary and Compliance officer

Parab Infra Limited

302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg, Mulund West, Mumbai 400080

Contact No: 9167947511

pacheli.enterprises@yahoo.com

www.parabinfra ltd.com

(viii) Compliance:**Details of non-compliance, if any:**

There is no Non-Compliance of any requirement of Corporate Governance Report of sub para (2) to (10) of the Part C of Schedule V of the SEBI (LODR) Regulations, 2015.

Compliance with mandatory requirements:

The Company has complied with all the mandatory items of the SEBI (LODR) Regulations, 2015.

Compliance with the Discretionary Requirements under SEBI (LODR) Regulations, 2015:

Adoption of discretionary requirements of SEBI (LODR) Regulations, 2015 is being reviewed by the Company from time to time.

Auditors' Certificate on Corporate Governance:

The Company has obtained a Certificate from its Statutory Auditors regarding compliance of the conditions of Corporate governance, as stipulated in Regulation 17 to 27, clause (b) to (i) of Regulation 46(2) and paragraphs C, D, and E of Schedule V to the SEBI (LODR) Regulations, 2015, which together with this Report on Corporate Governance is annexed to the Board's Report and shall be sent to all the members of the Company and the BSE Limited along with the Annual Report of the Company.

Disclosure under Regulation 30 and 46 of SEBI (LODR) Regulations, 2015 regarding certain agreements with the media companies:

Pursuant to the requirement of Regulation 30 of the SEBI (LODR) Regulations, 2015, the Company would like to inform that no agreement(s) have been entered with media companies and/or their associates which has resulted/will result in any kind of shareholding in the Company and consequently any other related disclosures viz., details of nominee(s) of the media companies on the Board of the Company, any management control or potential conflict of interest arising out of such agreements, etc. are not applicable. The Company has not entered into any other back to back treaties/contracts/agreements/MoUs or similar instruments with media companies and/or their associates.

(ix) Investor safeguards and other information:**a) Dematerialisation of shares**

Members are requested to convert their physical holding to demat form on or before 5th December, 2018 for effecting transfer of securities.

b) Update Address / E-Mail Address / Bank Details

To receive all communications/corporate actions promptly, members holding shares in dematerialised form are requested to please update their address/email address/bank details with the respective DPs.

c) Consolidate multiple folios (in respect of physical shareholding)

Members are requested to consolidate their shareholdings under multiple folios to eliminate the receipt of multiple communications and this would ensure that future correspondence/corporate benefits could then be sent to the consolidated folio.

d) Register Nomination(s)

Members holding shares in dematerialised form are requested to register their nomination directly with their respective DPs.

e) Dealing of securities with Registered intermediaries

In respect of dealing in securities, members must ensure that they deal only with SEBI registered intermediaries and must obtain a valid contract note/confirmation memo from the broker/sub-broker within 24 hours of execution of the trade(s) and it should be ensured that the contract note/confirmation memo contains details about order no, trade no, trade time, quantity, price and brokerage.

**By order of the Board of Directors
For Parab Infra Limited**

sd/-

**Neha Botadra
Company Secretary & Compliance officer
Mem No: A52139
PAN: BJLPM8875N**

Place: Mumbai

Date: 31.08.2018

DECLARATION ON CODE OF CONDUCT

In accordance with the Regulation 34(3) read with Schedule V (Part D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby affirm that a Code of Conduct for the Board Members and the Senior Management Personnel of the Company which includes Code of Conduct for Prevention of Insider Trading and Whistle Blower Policy has been approved by the Board of Directors and all Directors and the Senior Management Personnel have fully complied with the provisions of the Code of Conduct of the Company for the financial year ended 31st March, 2018.

**For and on behalf of the Board of Directors
Parab Infra Limited**

sd/-

**Narendra Dogra
Managing Director
DIN: 07907587**

**Place: Mumbai
Date: 30.05.2018**

CFO CERTIFICATION
PURSUANT TO REGULATION 17(8) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015

To,
The Board of Directors,
Parab Infra Limited
Mumbai

I, Mr. Shivcharan Kashyap, Chief Financial Officer of the Company do hereby certify that:

- (a) I have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2018 and that to the best of our knowledge and belief:
- i. these statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - ii. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative the Company's code of conduct.
- (c) I accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control systems of the Company pertaining to the financial reporting and have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls of which I was aware and the steps I have taken or proposed to take to rectify these deficiencies.
- (d) I have indicated to the Auditors and the Audit Committee:
- i. significant changes in internal control over financial reporting during the year;
 - ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to financial statements; and
 - iii. there have been no instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For and on behalf of the Board of Directors
Parab Infra Limited

sd/-

Shivcharan Kashyap
Chief Financial Officer
PAN: ATOPK6636K

Place: Mumbai
Date 30.05.2018

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE
(In terms of Regulation 34(3) and Schedule V(E) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Parab Infra Limited
Mumbai

We have examined the compliance of conditions of Corporate Governance by Parab Infra Limited for the financial year ended 31st March, 2018 as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C, D and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

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

In our opinion and to the best of our information and according to the explanation given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations.

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

This certificate is issued solely for the purpose of complying with the Listing Regulations and may not be used for any other purpose.

For M/s. Masrani & Co
Chartered Accountants

sd/-
Vimal Masrani
Proprietor
Membership No: 043271

Date: 30.05.2018

Place: Mumbai

MASRANI & CO.**9, Om Shri Sainath, R H B Road, Mulund West, Mumbai-400 080**

Auditor's Report on Statement of Audited Standalone Financial Results for the quarter and year ended March 31, 2018 of Parab Infra Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

TO
THE MEMBERS OF
PARAB INFRA LIMITED

1) REPORT ON FINANCIAL STATEMENTS

We have audited the financial results of **PARAB INFRA LIMITED** for the year ended 31st March, 2018, being submitted by the company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified. These financial results which are the responsibility of the Management have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued there under or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

2) MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

Management is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3) AUDITOR'S RESPONSIBILITY

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanation given to us these financial results:

- (i) Are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified
- (ii) Give a true and fair view of state of affairs as on 31st March, 2018.

4) OPINION

In our opinion and to the best of our information and according to the explanation 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, of the state of affairs of the Company as at 31st March, 2018 and its loss for the year ended on that date.

5) REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by the Companies (Auditors Report) Order, 2016 ("The Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "**Annexure A**", a statement on the matters specified in paragraph 3 & 4 of the Order.

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

- a) We have sought and obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) Branch audit is not applicable to the company.
- d) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- e) In our opinion, the financial statements comply with the Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
- f) On the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors were disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164(2) of the Act.
- g) In our opinion and with the help of the compliance procedures conducted by us, we conclude that the company has adequate financial control system in place and also the control system is operating effectively (**Refer "Annexure B"**).
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanation given to us:
 - a) The Company does not have any pending litigations which would impact its financial position.
 - b) The Company did not have any long term contracts including derivative contracts for which there were any foreseeable losses.
 - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.

For M/s. Masrani & Co
Chartered Accountants

sd/-
Vimal Masrani
Proprietor
Membership No: 043271
Place: Mumbai
Date: 30th May, 2018

ANNEXURE A

To,
The members of PARAB INFRA LIMITED

Companies (Auditor's Report) Order, 2016 for the year ended 31st March, 2018

COMMENTS REQUIRED ON	AUDITOR'S OPINION ON FOLLOWING REQUIRED	REMARKS BY AUDITORS
FIXED ASSETS	<p>(A) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets</p> <p>(B) whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account</p> <p>(C) whether the title deeds of immovable properties are held in the name of the company. If not, provide the details thereof</p>	There are no fixed assets
INVENTORY	whether physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, whether they have been properly dealt with in the books of account	The nature of business is such that there are no Inventories
LOANS SECURED OR UNSECURED GRANTED	<p>whether the company has granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. If so</p> <p>(A) whether the terms and conditions of the grant of such loans are not prejudicial to the company's interest</p>	<p>The Company has not granted Loans</p> <p>Not Applicable</p>

	<p>(B) whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular</p> <p>(C) if the amount is overdue, state the total amount overdue for more than ninety days and whether reasonable steps have been taken by the company for recovery of the principal and interest</p> <p>in respect of loans, investments, guarantees and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide the details thereof</p>	<p>Not Applicable</p> <p>Not Applicable</p> <p>Yes</p>
INTERNAL CONTROL	whether the Company has an adequate internal control system commensurate with its size and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods and services	The Company has adequate Internal control system. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in such internal control system.
PUBLIC DEPOSITS	in case, the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?	The Company has not accepted any Public Deposits
COST ACCOUNTING RECORDS	whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and whether such accounts and records have been so made and maintained	Not Applicable

STATUTORY COMPLIANCE	(a) whether the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated; (b) where dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned (A mere representation to the concerned Department shall not be treated as a dispute).	The Company has paid all the Statutory Dues Not Applicable
LOAN FROM BANKS/FINANCIAL INSTITUTION	whether the company has defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders? If yes, the period and the amount of default to be reported (in case of defaults to banks, financial institutions, and Government, lender wise details to be provided)	The Company has not taken any loan from Banks or Financial Institutions
APPLICATION OF MONEY RECEIVED FROM EQUITY OR LOAN	whether moneys raised by way of initial public offer or further public offer (including debt instruments) and term loans were applied for the purposes for which those are raised. If not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported	Not Applicable
FRAUD REPORTING	whether any fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated	No fraud was detected during the course of Audit
MANAGERIAL REMUNERATION	whether managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act? If not, state the amount involved and steps taken by the company for securing refund of the same	Yes

NIDHI COMPANY - COMPLIANCE WITH DEPOSITS	whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1:20 to meet out the liability and whether the Nidhi Company is maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability	Not Applicable
RELATED PARTY TRANSACTIONS	whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards	There are no related party transactions
ISSUE OF SHARE CAPITAL AND USE OF AMOUNT RAISED	whether the company has made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and if so, as to whether the requirement of section 42 of the Companies Act, 2013 have been complied with and the amount raised have been used for the purposes for which the funds were raised. If not, provide the details in respect of the amount involved and nature of non-compliance	No new issue was made during the year
TRANSACTION WITH DIRECTORS	whether the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act, 2013 have been complied with	No
REGISTRATION FROM RBI	whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained	Not Applicable

For M/s. Masrani & Co
Chartered Accountants

sd/-

Vimal Masrani
Proprietor
Membership No: 043271
Place: Mumbai
Date: 30th May, 2018

MASRANI & CO.
9, Om Shri Sainath, R H B Road, Mulund West, Mumbai-400 080

ANNEXURE B

Report on Internal Financial Controls over Financial Reporting

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

We have audited the internal financial controls over financial reporting of **PARAB INFRA LIMITED** (“the Company”) as on March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that:

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles and that receipts

and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For M/s. Masrani & Co
Chartered Accountants**

sd/-

**Vimal Masrani
Proprietor
Membership No: 043271
Place: Mumbai
Date: 30th May, 2018**

PARAB INFRA LIMITED
Balance Sheet as on 31st March, 2018

(Amount in Rs)

Sr. No	Particulars	Note No.	As at 31/03/2018	As at 31/03/2017	As at 01/04/2016
I	ASSETS				
1	<u>Non-current assets</u>				
	a) Property, Plant and Equipment	1	-	5,987	16,247
	b) Capital Work-in-progress		-	-	-
	c) Investment Property	2	16,000,000	30,000,000	31,330,737
	d) Goodwill		-	-	-
	e) Other Intangible Assets		-	-	-
	f) Intangible Assets under Development		-	-	-
	g) Biological Assets other than Bearer Plants		-	-	-
	h) Financial Assets		-	-	-
	i) Investments		-	-	-
	ii) Trade Receivables		-	-	-
	iii) Loans	3	112,137,810	93,835,608	90,940,070
	iv) Others		-	-	-
	i) Deferred Tax Assets (net)		-	-	-
	j) Other Non-current Assets		-	-	-
2	<u>Current Assets</u>				
	a) Inventories		-	-	-
	b) Financial Assets				
	i) Investments		-	-	-
	ii) Trade Receivables		-	-	-
	iii) Cash and cash equivalents	4	209,902	5,543,993	3,876,125
	iv) Bank balances other than (iii)		-	-	-
	v) Loans		-	-	-
	vi) Others		-	-	-
	c) Current Tax Assets (net)		-	-	-
	d) Other current assets	5	5,053,364	4,410,955	4,302,072
	Total Assets		133,401,076	133,796,543	130,465,251
II	EQUITY AND LIABILITIES				
	Equity				
	a) Equity Share Capital	6	53,656,000	53,656,000	53,656,000
	b) Other Equity	7	78,225,639	76,323,746	71,120,118

	Liabilities				
1	Non-current Liabilities				
	a) Financial Liabilities				
	i) Borrowings		-	-	-
	ii) Trade Payables		-	-	-
	iii) Other financial liabilities		-	-	-
	b) Provisions		-	-	-
	c) Deferred Tax Liabilities (Net)		-	-	-
	d) Other non-current liabilities		-	-	-
2	<u>Current Liabilities</u>				
	a) Financial Liabilities				-
	i) Borrowings		-	-	-
	ii) Trade Payables	8	125,386	1,668,600	24,875
	iii) Other financial liabilities		-	-	-
	b) Other current liabilities	9	7,070	26,200	2,727,330
	c) Provisions	10	1,386,981	2,121,997	2,936,928
	d) Current Tax Liabilities (Net)		-	-	-
	Total Equity and Liabilities		133,401,076	133,796,543	130,465,251

Significant Accounting Policies

As per our report of even date

For M/s Masrani & Co.

Chartered Accountants

For and on behalf of the Board of
Parab Infra Limited

sd/-
Vimal Masrani
(Proprietor)
Membership No: 043271

sd/-
Narendra Dogra
(Managing Director)
DIN: 07907587

sd/-
Shivcharan Kashyap
(Chief Financial Officer)
PAN: ATOPK6636K

sd/-
Neha Botadra
(Company Secretary)
PAN: BJLPM8875N

Place: Mumbai
Date: 30th May, 2018

PARAB INFRA LIMITED

Profit and Loss Statement for the year ended 31st March, 2018

Sr. No.	Particulars	Note No	Year Ended 31/03/2018	Year Ended 31/03/2017
I	Revenue from Operations	11	-	4,503,136
II	Other Income	12	7,150,037	10,147,011
III	Total Revenue (I + II)		7,150,037	14,650,147
IV	Expenses			
	(a) Cost of Materials consumed	13	-	3,815,000
	(b) Purchases of stock-in-trade		-	-
	(c) Changes in inventories of finished goods, work-in-progress & stock-in-trade		-	-
	(d) Employee benefits expense	14	1,305,310	1,601,095
	e) Finance Costs		-	-
	(f) Depreciation and amortisation expense	1	5,987	10,260
	(g) Other expenses	15	2,912,084	1,752,664
	Total expenses (IV)		4,223,381	7,179,019
V	Profit/(loss) before exceptional items and tax (III - IV)		2,926,656	7,471,128
VI	Exceptional Items		-	-
VII	Profit/ (loss) before tax(V-VI)		2,926,656	7,471,128
VIII	Tax Expense			
	(1) Current Tax		1,024,764	2,267,500
	(2) Deferred tax		-	-
IX	Profit /(loss) for the period from continuing operations (VII-VIII)		1,901,892	5,203,628
X	Profit/(Loss) from discontinued operations		-	-
XI	Tax expenses of discontinued operations		-	-
XII	Profit /(Loss) From discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(Loss) for the period (IX+XII)		1,901,892	5,203,628

XIV	Other Comprehensive Income			
	A. (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B. (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XV	Total Comprehensive Income for the period (XIII+XIV) [Comprising Profit/(Loss) and Other comprehensive Income for the period]		1,901,892	5,203,628
XVII	Earnings per equity share (for continuing operation):			
	(1) Basic		0.35	0.97
	(2) Diluted		0.35	0.97
XVIII	Earnings per equity share (for discontinued operation):			
	(1) Basic		-	-
	(2) Diluted		-	-
IIX	Earnings Per equity share (for discontinued & continuing operation)			
	(1) Basic		0.35	0.97
	(2) Diluted		0.35	0.97

Significant Accounting Policies

As per our report of even date

For M/s Masrani & Co.

Chartered Accountants

For and on behalf of the Board of

Parab Infra Limited

sd/-

Vimal Masrani
(Proprietor)

Membership No: 043271

sd/-

Narendra Dogra
(Managing Director)

DIN: 07907587

sd/-

Shivcharan Kashyap
(Chief Financial Officer)

PAN: ATOPK6636K

sd/-

Neha Botadra
(Company Secretary)

PAN: BJLPM8875N

Place: Mumbai

Date: 30th May, 2018

PARAB INFRA LIMITED

Schedules forming part of Balance Sheet as at 31st, March, 2018

(Amount in Rs.)

SCHEDULE-1

PROPERTY PLANT AND EQUIPMENT

Particulars	As at 31/03/2018	As at 31/03/2017	As at 31/03/2016
Property Plant and Equipment			
Name of the Asset	Computer System	Computer System	Computer System
Carrying Amount	5,987	16,247	37,500
Addition	-	-	-
Sales	-	-	-
Depreciation Charged for the Year	5,987	10,260	21,253
Closing Gross Carrying Amount	-	5,987	16,247

SCHEDULE-2

INVESTMENT PROPERTY (NON CURRENT)

Particulars	As at 31/03/2018	As at 31/03/2017	As at 31/03/2016
Investments in Properties	16,000,000	-	18,098,540
Fixed Deposits	-	30,000,000	13,232,197
Total	16,000,000	30,000,000	31,330,737

SCHEDULE-3

LOANS (NON CURRENT)

Particulars	As at 31/03/2018	As at 31/03/2017	As at 31/03/2016
<u>COMPANIES</u>	-	-	-
Alag Property Constructions Pvt. Ltd	19,833,404	19,303,724	2,499,541
Deep Industries Ltd.	-	-	24,262,013
Adinath Merchantile Pvt Ltd.	4,800,000	-	-
Everest Sudarshan Pvt. Ltd	9,644,567	8,861,567	8,274,317
Lintech Infrastructure Pvt. Ltd	3,040,000	3,040,000	2,770,000
M G F Motors Ltd	-	8,310,000	7,500,000
Mirage Ceramics Pvt. Ltd	2,717,315	3,064,411	2,794,411
Mishal Construction Pvt. Ltd	7,019,451	7,019,451	6,479,451
Paras Flowform Engineering Ltd	-	-	2,770,739
Paras Gates India Pvt. Ltd.	-	-	108,295
Ace Housing and Construction Ltd	6,700,000	-	-
Ahinsa Impex Pvt. Ltd	2,500,000	-	-
Saket Infraprojects Ltd	-	23,600,000	9,600,000
S P R Trading Pvt. Ltd	-	6,000,000	6,000,000
Rati Diamonds Pvt. Ltd	25,550,000	-	-
Savla Oil and Gas Pvt Ltd	21,928,296	-	-
Capital Vehicles Sales Ltd	4,323,375	-	-

<u>NON - COMPANIES</u>	-	-	-
Dev Builders And Developers	-	2,802,250	2,532,250
Kailash Properties	74,986	474,986	7,913,514
Kinjal Enterprises	-	2,688,503	2,000,000
Sb Constructions	-	1,475,000	1,475,000
Snr Infraproject	-	3,567,300	3,960,539
Ravi Developers	4,006,416	3,628,416	-
Total	112,137,810	93,835,608	90,940,070

SCHEDULE-4**CASH AND CASH EQUIVALENTS**

Particulars	As at 31/03/2018	As at 31/03/2017	As at 31/03/2016
Cash in Hand	6,350	101,086	592,830
Balance with Bank :			
Rameshwar Co-op Bank	-	-	8,446
Corporation Bank	203,552	5,442,907	3,274,849
Total	209,902	5,543,993	3,876,125

SCHEDULE-5**OTHER CURRENT ASSETS**

Particulars	As at 31/03/2018	As at 31/03/2017	As at 31/03/2016
Advance Tax	500,000	500,000	375,000
Income Tax Demand under Dispute	-	-	1,000,000
Income Tax Refund (2010-2011)	-	-	31,151
TDS	4,553,364	3,910,955	2,895,921
Total	5,053,364	4,410,955	4,302,072

SCHEDULE-6**EQUITY SHARE CAPITAL**

Particulars	As at 31/03/2018	As at 31/03/2017	As at 31/03/2016
AUTHORISED SHARE CAPITAL 85,00,000 equity shares of Rs.10/- each	8,50,00,000	8,50,00,000	8,50,00,000
ISSUED, SUBSCRIBED AND PAID UP CAPITAL 53,65,600 equity shares of Rs.10/- each	5,36,56,000	5,36,56,000	53,656,000
Total	5,36,56,000	5,36,56,000	53,656,000

A) Reconciliation of Number of Shares

Particulars	Equity Shares		
	As at 31/03/2018	As at 31/03/2017	As at 31/03/2016
Shares outstanding at the beginning of the year	53,65,600	53,65,600	53,65,600
Shares issued during the year	-	-	-
Shares bought back during the year	-	-	-
Shares outstanding at the end of the year	53,65,600	53,65,600	53,65,600

B) Rights, Preferences and restrictions attached to Equity Shares

The Company has one class of equity shares having a par value of Rs.10/- each. Each shareholder is eligible for one vote per share held.

SCHEDULE-7**OTHER EQUITY**

Particulars	As at 31/03/2018	As at 31/03/2017	As at 31/03/2016
Securities Premium	60,000,000	60,000,000	60,000,000
<u>Surplus:</u>			
Opening Balance	16,323,747	11,120,118	6,852,275
Add: Profit for the Year	1,901,892	5,203,628	4,267,843
Closing Balance	18,225,639	16,323,746	11,120,118
Total	78,225,639	76,323,746	71,120,118

SCHEDULE-8**TRADE PAYABLES (CURRENT)**

Particulars	As at 31/03/2018	As at 31/03/2017	As at 31/03/2016
Link Intime India Pvt Ltd	-	-	24,875
Salary payable	66,000	540,000	-
MI Com Infosolutions	(4,248)	-	-
D. S. Momaya & Co.	63,634	-	-
Dhiraj Gada	-	559,350	-
Kantilal Hariya	-	569,250	-
Total	125,386	1,668,600	24,875

SCHEDULE-9**OTHER CURRENT LIABILITIES**

Particulars	As at 31/03/2018	As at 31/03/2017	As at 31/03/2016
Jinal Doshi	-	14,800	-
Audit Fees Payable	-	-	30,000
Divesh Kirit Veera	-	-	493,020
Gautam Harilal Nandu	-	-	493,020
Mahipal V Jain	-	-	472,500
Ramesh Vallabhji Gala	-	-	493,020
Shitalkumar R Jain	-	-	247,500
Vimalkumar R Jain	-	-	360,000
TDS payable on Brokerage	-	-	120,000
TDS payable on Professional fees	7,070	-	2,764
TDS payable on Contract	-	11,400	15,506
Total	7,070	26,200	2,727,330

SCHEDULE-10**PROVISIONS (CURRENT)**

Particulars	As at 31/03/2018	As at 31/03/2017	As at 31/03/2016
Provision for Income Tax	1,386,981	2,121,997	2,936,928
Total	1,386,981	2,121,997	2,936,928

As per our report of even date

For M/s Masrani & Co.

Chartered Accountants

For and on behalf of the Board of

Parab Infra Limited

sd/-

Vimal Masrani

(Proprietor)

Membership No: 043271

sd/-

Narendra Dogra

(Managing Director)

DIN: 07907587

sd/-

Shivcharan Kashyap

(Chief Financial Officer)

PAN: ATOPK6636K

sd/-

Neha Botadra

(Company Secretary)

PAN: BJLPM8875N

Place: Mumbai

Date: 30th May, 2018

PARAB INFRA LIMITED

Schedules forming part of Profit and Loss Statement for the year ended 31/03/2018

(Amount in Rs.)

SCHEDULE-11

REVENUE FROM OPERATIONS

Particulars	Year Ended 31/03/2018	Year Ended 31/03/2017
Profit on sale of property	-	4,503,136
Total	-	4,503,136

SCHEDULE-12

OTHER INCOME

Particulars	Year Ended 31/03/2018	Year Ended 31/03/2017
Fixed Deposit Interest- Corporation Bank	-	209,119
Interest Income	7,150,037	9,937,892
Total	7,150,037	10,147,011

SCHEDULE-13

COST OF MATERIAL CONSUMED

Particulars	Year Ended 31/03/2018	Year Ended 31/03/2017
Labour Charges	-	3,815,000
Total	-	3,815,000

SCHEDULE-14

EMPLOYEE BENEFIT EXPENSES

Particulars	Year Ended 31/03/2018	Year Ended 31/03/2017
Directors Remuneration	360,000	468,000
Salary	902,000	1,087,275
Staff Welfare	43,310	45,820
Total	1,305,310	1,601,095

SCHEDULE-15**OTHER EXPENSES**

Particulars	Year Ended 31/03/2018	Year Ended 31/03/2017
AGM Expenses	-	19,980
Audit Fees	30,000	-
Business Promotion Expenses	128,584	125,437
Custodian Fees	77,526	116,952
Conveyance & Travelling Expenses	98,259	75,130
Electricity Expenses	-	24,842
Legal & Professional Expenses	1,109,190	580,777
Annual Membership Fees	287,500	-
Postage and Courier Expenses	40,237	44,590
Printing & Stationary	39,510	67,353
Rent	624,000	564,000
Software Expenses	-	18,000
Telephone Expenses	31,360	41,414
Other Expenses	41,168	69,442
Website Design	404,750	4,747
Total	2,912,084	1,752,664

As per our report of even date
For M/s Masrani & Co.
Chartered Accountants

For and on behalf of the Board of
Parab Infra Limited

sd/-
Vimal Masrani
(Proprietor)
Membership No: 043271

sd/-
Narendra Dogra
(Managing Director)
DIN: 07907587

sd/-
Shivcharan Kashyap
(Chief Financial Officer)
PAN: ATOPK6636K

sd/-
Neha Botadra
(Company Secretary)
PAN: BJLPM8875N

Place: Mumbai
Date: 30th May, 2018

Statement of Changes in Equity for the year ended March 31, 2018

A. Equity Share Capital

Balance as at April 1, 2016	Changes in Equity Share Capital during the year 2016-17	Balance as at March 31, 2017	Changes in Equity Share Capital during the year 2017-18	Balance as at March 31, 2018
53,656,000	-	53,656,000	-	53,656,000

B. Other Equity

Particulars	Reserves and Surplus		Total
	Securities Premium	Surplus	
Balance as at April 1, 2016	60,000,000	11,120,118	71,120,118
Profit for the year	-	5,203,628	5,203,628
Total Comprehensive Income for the year	-	-	-
Addition during the year	-	-	-
Balance as at March 31, 2017	60,000,000	16,323,746	76,323,746
Profit for the year	-	1,901,892	1,901,892
Total Comprehensive Income for the year	-	-	-
Balance as at March 31, 2018	60,000,000	18,225,638	78,225,638

As per our report of even date
For M/s Masrani & Co.
Chartered Accountants

For and on behalf of the Board of
Parab Infra Limited

sd/-
Vimal Masrani
(Proprietor)
Membership No: 043271

sd/-
Narendra Dogra
(Managing Director)
DIN: 07907587

sd/-
Shivcharan Kashyap
(Chief Financial Officer)
PAN: ATOPK6636K

sd/-
Neha Botadra
(Company Secretary)
PAN: BJLPM8875N

Place: Mumbai
Date: 30th May, 2018

PARAB INFRA LIMITED

Cash Flow Statement for the year ended 31st March, 2018

(Amount in Rs)

Sr No	Particulars	Year Ended 31/03/2018	Year Ended 31/03/2017
I	Cash Flow from Operating Activities		
	Profit Before Tax	2,926,656	7,471,128
	<u>Adjustments to reconcile net profit to net cash provided by operating activities</u>		
	Business Promotion Expenses	128,584	106,331
	CDSL Charges	51,011	47,667
	Depreciation and amortization expenses	5,987	10,260
	Director's Remuneration	360,000	468,000
	Legal & Professional Fees	1,109,190	580,777
	BSE Listing Fees	287,500	-
	NSDL Charges	26,515	42,938
	Rent	624,000	564,000
	Labour Charges	-	3,815,000
	Brokerage	-	-
	Printing and Stationary	-	-
	TDS w/off	-	-
	Software Expense	-	18,000
	Salary	522,400	1,042,275
	Website Design	4,750	4,747
	Interest on Loan	(6,985,235)	-
	Interest Income	(164,802)	(9,937,892)
	Interest on Fixed Deposit	-	(194,127)
	Profit on Booking	-	(4,503,136)
		(4,030,100)	(7,935,160)
	Operating profit before working capital changes	(1,103,444)	(464,032)
	<u>Adjustments for working capital:</u>		
	Decrease in Current Liabilities	(6,520,474)	(7,812,455)
	Increase in Current Liabilities	84,400	1,643,725
	Decrease in Current Assets	74,980,427	-
	Increase in Current Assets	(102,775,000)	-
		(34,230,647)	(6,168,730)

	Cash generated from operations	(35,334,091)	(6,632,762)
	Less : Income Tax paid during the year	-	(1,176,280)
	Net cash generated from operating activities - I	(35,334,091)	(7,809,042)
II	Cash Flow from Investing Activities		
	Investment made	30,000,000	-
	Sale of Flat	-	22,601,676
	Interest on Fixed Deposit	-	(16,594,921)
	Net cash from / (used) in Investing activities - II	30,000,000	6,006,755
III	Cash Flow from Financing Activities		
	Loans & Advances	-	3,470,154
	Net cash from / (used) in Financing activities - III	-	3,470,154
	Net increase/ (decrease) in cash and cash equivalents - I + II + III	(5,334,091)	1,667,867
	Cash and cash equivalents at the beginning of the year	5,543,993	3,876,125
	Cash and cash equivalents at the end of the year	209,902	5,543,993

Notes:

1. Bracket indicates cash outflow
2. The cash flow statement has been prepared under the indirect method as set out in the Indian Accounting standard 7 on 'Statement of Cash Flows' issued by the Ministry of Corporate Affairs.

As per our report of even date

For M/s Masrani & Co.
Chartered Accountants

For and on behalf of the Board of
Parab Infra Limited

sd/-

Vimal Masrani
(Proprietor)
Membership No: 043271

sd/-

Narendra Dogra
(Managing Director)
DIN: 07907587

sd/-

Shivcharan Kashyap
(Chief Financial Officer)
PAN: ATOPK6636K

sd/-

Neha Botadra
(Company Secretary)
PAN: BJLPM8875N

Place: Mumbai

Date: 30th May, 2018

PARAB INFRA LIMITED
SIGNIFICANT ACCOUNTING POLICIES FOR YEAR ENDED 31st MARCH, 2018

a) Method of Accounting

These financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind ASs) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act 2013 (the 'Act') and other relevant provisions of the Act. These financial Statements are prepared on an accrual basis under amortised cost.

b) Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits of a transaction will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made.

c) Interest Income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

d) Classification of Financial Assets and Liabilities

The classification depends on the company's business model for managing the financial assets and liabilities and the contractual terms of the cash flows. The Company classifies its financial assets and liabilities to be measured subsequently at amortised cost.

e) Current and Non Current Classification

The company presents assets and liabilities in statement of financial position based on current/non current classification. The company has presented non current assets and current assets before equity, non current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013.

f) Provisions, Contingent Liabilities and Contingent Assets

I Provision is recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation. Provision is not recognised for future operating losses.

II Contingent liability is disclosed in case of a present obligation arising from past events, when it is either not probable that an outflow of resources will be required to settle the obligation, or a reliable estimate of the amount cannot be made.

III Contingent assets are not recognised but where an inflow of economic benefits is probable, contingent assets are disclosed in the financial statements.

g) First Time Adoption of IND AS

The Company has prepared the Opening Balance Sheet as per Ind AS as at April 1, 2016 (the date of transition) by recognising all assets and liabilities whose recognition is required by Ind ASs, not recognising items of assets or liabilities which are not permitted by Ind AS

h) Taxes on Income

Tax expenses for the relevant period comprises of current tax. Current Tax is determined at the amount of tax payable in respect of taxable income for the period. Current Tax provision is computed for income calculated after considering the allowances and exemptions under the provisions of the applicable Income Tax Laws.

i) Cash and Cash Equivalents

Cash and cash equivalents comprise of cash in hand and cash at bank. The Company considers all highly liquid investments with an original maturity of three months or less of the date of acquisition and which are subject to an insignificant risk of change in value.

j) Foreign Currency Transactions

There were no transactions in foreign currency during the reporting year.

k) Borrowing Cost

No Borrowing Cost were incurred during the reporting year.

l) Segment Reporting

The Company operates only in one segment. Accordingly, there is no reportable segment to be disclosed as required by Indian Accounting Standard 108 'Operating Segment '.

m) Earnings Per Share

The basic earnings per share is computed by dividing the net profit / (loss) attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding during the reporting period. Diluted earnings per share is computed by dividing the net profit / (loss) attributable to the equity shareholders for the year, as adjusted for the effects of potential dilution of equity shares, by the weighted average number of equity and dilutive equity equivalent shares outstanding during the reporting period.

n) Figures for previous year have been regrouped / rearranged wherever considered necessary to confirm to the classification for the current year.

As per our report of even date

For M/s Masrani & Co.

Chartered Accountants

sd/-

Vimal Masrani
(Proprietor)

Membership No: 043271

sd/-

Narendra Dogra
(Managing Director)

DIN: 07907587

sd/-

Shivcharan Kashyap
(Chief Financial Officer)

PAN: ATOPK6636K

sd/-

Neha Botadra
(Company Secretary)

PAN: BJLPM8875N

For and on behalf of the Board of

Parab Infra Limited

Place: Mumbai

Date: 30th May, 2018

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IMPORTANT COMMUNICATION TO MEMBERS

Pursuant to Section 101 and 136 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and Regulation 36 of SEBI (LODR) Regulations, 2015, Annual Report has been sent through e-mail to those members whose email id is registered with the Company/Depository. In case, any member wants a physical copy of the Annual Report, he/she may write to the Company Secretary/RTA.

MEMBERS WHO HAVE NOT YET REGISTERED THEIR EMAIL ADDRESS ARE REQUESTED TO REGISTER THEIR EMAIL ADDRESS EITHER WITH DEPOSITORIES OR WITH THE COMPANY IN THE FORMAT GIVEN BELOW.

**FORM FOR REGISTRATION OF EMAIL ADDRESS FOR RECEIVING DOCUMENTS/NOTICES
BY ELECTRONIC MODE**

**To,
Link Intime India Private Limited
C - 101, 247 Park, LBS Marg,
Vikhroli (West), Mumbai – 400083**

I agree to receive all documents/notices including the Annual Report from the Company in electronic mode. Please register my email address given below in your record for sending communication through email.

Name of Sole/First Holder:

DP ID/Client ID/Regd. Folio No:

PAN:

Email Address:

Date:

Place:

(Signature of Member)

PARAB INFRA LIMITED

CIN: L45209MH1989PLC221005

Registered Office: 302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg,
Mulund (West), Mumbai-400080

Email: pacheli.enterprises@yahoo.com Website: www.parabinfra ltd.com

Contact No: 9167947511

Attendance Slip

Joint shareholders may obtain additional slip at the venue of the meeting

REGISTERED FOLIO NO/DP ID/CLIENT ID:

NAME AND ADDRESS OF THE SHAREHOLDER/PROXY HOLDER :

NAME OF JOINT MEMBER(S), IF ANY:

NO OF EQUITY SHARES:

I/we hereby record my/our presence at the 29th Annual General Meeting to be held on Saturday, 29th September, 2018 at registered office situated 302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg, Mulund (West), Mumbai-400080 at 09.30 am.

.....
Member's/Proxy's name in Block Letters

.....
Member's/Proxy's Signature

Notes:

1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the meeting venue.
2. Only Member/Proxy holder can attend the Meeting.
3. Member/Proxy holder should bring his/her copy of the Annual Report at the meeting.

REMOTE E-VOTING PARTICULARS

EVSN (E-Voting Sequence No.)	USER ID	PASSWORD
180905102		

Please read carefully the instructions given in the notice for voting through e-voting platform. The voting period begins on Wednesday, 26th September, 2018 at 9.00 a.m. (IST) and ends on Friday, 28th September, 2018 at 5.00 p.m. (IST).

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PARAB INFRA LIMITED

CIN: L45209MH1989PLC221005

Registered Office: 302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg,
Mulund (West), Mumbai-400080

Email: pacheli.enterprises@yahoo.com Website: www.parabinfra.com

Contact No: 9167947511

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):		Folio No./*Client Id:	
Registered address :		*DP Id:	
		E-mail id:	

* Applicable for members who are holding shares in dematerialized form.

I/We, being the member(s) holding _____ shares of Parab Infra Limited, hereby appoint:

(1) Name: _____ Address: _____
E-mail Id: _____ Signature: _____ or failing him(2) Name: _____ Address: _____
E-mail Id: _____ Signature: _____ or failing him(3) Name: _____ Address: _____
E-mail Id: _____ Signature: _____ or failing himas 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 Saturday, 29th September, 2018 at registered office situated at 302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg, Mulund (West), Mumbai-400080 at 09.30 am and at any adjournment thereof in respect of such resolutions as are indicated below:

*I wish my above proxy to vote in the manner as indicated in the box below:

Item No.	Resolutions	For	Against
Ordinary Business:			
(i)	To receive, consider and adopt the Audited Financial Statements of the Company as at 31 st March, 2018 and the Reports of the Board of Directors and Auditors thereon		
(ii)	To appoint a Director in place of Mr. Narendra Dogra (DIN: 07907587) who retires by rotation and being eligible has offered himself for re-appointment.		
(iii)	Ratification and re-appointment of M/s. Masrani & Co, Chartered Accountants, Mumbai (Mem No: 043271) as Statutory Auditors and to fix their remuneration		

Special Business:			
(iv)	Ratification of utilization of funds raised through Preferential issue		

Signed this _____ day of _____ 2018

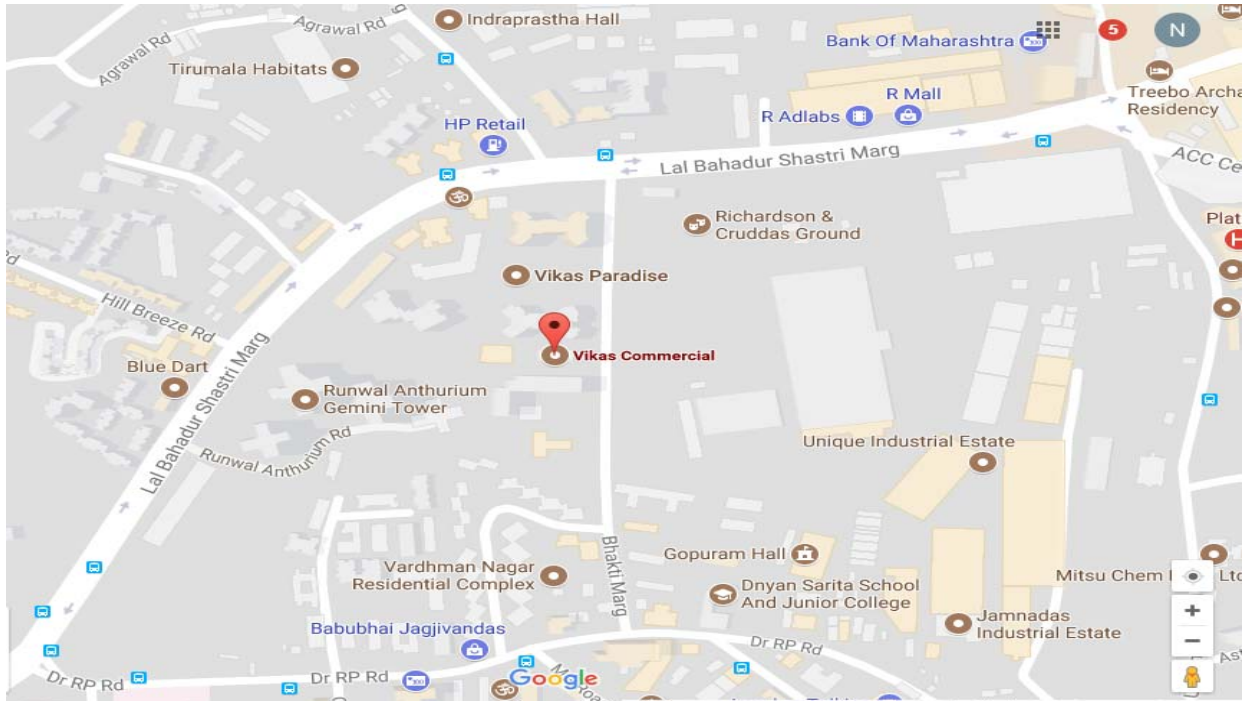
Signature of Shareholder _____

Signature of Proxy holder(s) _____

Affix Revenue Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at registered office of the Company not less than 48 hours before the commencement of the meeting.
2. A proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding 50 in number and holding in aggregate not more than 10% of the total share capital of the Company carrying voting results. A member holding more than 10% 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.
4. This is only optional. Please put 'X' in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

ROUTE MAP TO THE VENUE OF 29TH ANNUAL GENERAL MEETING OF PARAB INFRA LIMITED

Date and Time: 29th September, 2018, 09.30 am

Venue: 302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg, Mulund (West), Mumbai 400080

For queries, contact us:

Contact No: 9167947511

Email id: pacheli.enterprises@yahoo.com

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PARAB INFRA LIMITED

REGISTERED OFFICE :

302, Vikas Commercial Complex, Vikas Paradise, Bhakti Marg,
Mulund (West) Mumbai 400080. Tel.: 9167947511

CIN : L45209MH1989PLC221005

E-mail : pacheli.enterprises@yahoo.com, Web : www.parabinfraltd.com