

**23RD ANNUAL
GENERAL MEETING**

ANANTHI CONSTRUCTIONS LTD

No.41/9, Medavakkam Main Road, Ganesh Nagar,
Madipakkam, Chennai - 600 091.

NOTICE

Notice is hereby given that the Eighteenth Annual General Meeting of M/S. Ananthi Constructions Limited will be held on Wednesday the 30th September 2015 at 10.00 AM at the registered office of the Company 41/9, Medavakkam Main Road, Madipakkam at Chennai-600091 to transact the following business:

ORDINARY BUSINESS:

1. ADOPTION OF ACCOUNTS:

To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March 2015 and the Profit & Loss Statement and the Cash Flow Statement for the year ended on that date together with Directors' Report and Auditor's Report thereon.

2. REAPPOINTMENT OF DIRECTORS:

To appoint a Director in the place of Mr. RAAJASEKAR GHANESH (DIN: 01776524), who retires by rotation and being eligible offers himself for re-appointment.

3. APPOINTMENT OF AUDITORS:

To Appoint auditors and to fix their remuneration and in this connection to consider and if though fir, to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

RESOLVED THAT pursuant to provisions of Section 139, 141, 142, 143(B) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any amendment, modification, variation or re-enactment thereof, M/S. Vijayaraghavan & Associates (FR NO. 005699S), Chartered Accountants, Chennai, be and hereby appointed as Auditors of the Company for a period of 5 (five) years and to hold office as such from the conclusion of this Annual General Meeting until the conclusion of the 23rd Annual General Meeting, subject to ratification of such appointment by the shareholders of the Company at every Annual General Meeting at such terms and remuneration as may be agreed between the company and the auditors including reimbursement of out of pocket expenses incurred by them in connection to the Company's audit for the financial year 2015-16.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to fix the remuneration payable to M/S. Vijayaraghavan & Associates (FR NO. 005699S), Chartered Accountants, Chennai, for the subsequent financial years, subject to recommendation of the members of Audit Committee".

SPECIAL BUSINESS:

4. To Consider and if thought fit to pass with or without modification the following resolutions as an Ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and all other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification or re-enactment thereof for the time being in force) and clause 49 of the listing agreement, Mr. Radhakrishna Parakat Mahesh (DIN No. 01844538) who was appointed as a Director liable to retire by rotation and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act 2013, proposing his candidature for the office of the Director, be and is hereby appointed as Independent Director of the Company for a term upto March 31,2020 not liable to retire by rotation”.

5. To Consider and if thought fit to pass with or without modification the following resolutions as an Ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and all other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification or re-enactment thereof for the time being in force) and clause 49 of the listing agreement, Mr. Pookat Prajeesh (DIN No. 01844548) who was appointed as a Director liable to retire by rotation and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act 2013, proposing his candidature for the office of the Director, be and is hereby appointed as Independent Director of the Company for a term upto March 31,2020 not liable to retire by rotation”.

6. To Consider and if thought fit to pass with or without modification the following resolutions as an Ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and all other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification or re-enactment thereof for the time being in force) and clause 49 of the listing agreement, Mr. Dhanroop Betala (DIN No. 02217550) who was appointed as a Director liable to retire by rotation and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act 2013, proposing his candidature for the office of the Director, be and is hereby appointed as Independent Director of the Company for a term upto March 31,2020 not liable to retire by rotation”.

7. To Consider and if thought fit to pass with or without modification the following resolutions as an Ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and all other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification or re-enactment thereof for the time being in force) and clause 49 of the listing agreement, Mr. Kaliraja (DIN No. 03539640) who was appointed as a Director liable to retire by rotation and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act 2013, proposing his candidature for the office of the Director, be and is hereby appointed as Independent Director of the Company for a term upto March 31,2020 not liable to retire by rotation".

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

"RESOLVED THAT Mrs. Ananthi Raajasekar (DIN NO. 02900438) who was appointed as an additional director of the company, by a resolution passed by the Board of Directors in its meeting held on 30th March 2015, under section 161(1) and other applicable provisions of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company;

"RESOLVED FURTHER THAT Mr. RAAJASEKAR GHANESH (DIN: 01776524) Director of the Company be hereby authorized to file e-form DIR-12 and other documents with the Registrar of Companies and further to do all such acts, deeds and things and execute such other documents as may be necessary for the purpose of giving effect to this resolution including making necessary entries in the Statutory Registers prescribed under the Companies Act, 2013".

By the Order of the Board
For Ananthi Constructions Limited

T.N.T.Raajasekar
Managing Director

Regd.Office:
No.41/9, Medavakkam Main Road, Ganesh Nagar,
Madipakkam,
Chennai-600091
CIN: L45201TN1992PLC023831
Phone: 044-22478333. E-mail: aclinfo10@gmail.com

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHALL BE DEPOSITED AT THE REGISTERD OFFICE OF THE COMPANY NOT LATER THAN 48(FORTY EIGHT) HOURS BEFORE THE TIME FIXED FOR HOLDING THE MEETING; IN DEFAULT, THE INSTRUMENT OF PROXY SHALL BE TREATED AS INVALID.**
2. A person shall not act as a proxy on behalf of Members exceeding fifty in number and holding in the aggregate more than 10% of the total share capital of the Company carrying voting rights. 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.
3. An explanatory statement pursuant to Section 102 of the Companies Act, 2013, in respect of Item No 4 to 8 of the Notice is annexed hereto.
4. Register of Members and Share Transfer Registers will remain closed from 23rd September 2015 to 30th September 2015 (both days inclusive) in connection with the Annual General Meeting.
5. Members/ Proxies should bring the attendance slip duly filled in and signed and has to be handed over the same at the entrance hall for attending the meeting. Members are requested to indicate their Folio no/ DP ID and Client ID numbers in the attendance slip.
6. As per clause 49 of the Listing Agreement information regarding appointment/re-appointment of Directors and Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business to be transacted are annexed hereto.
7. Members are requested to furnish the details of their nomination (if not already sent) in the prescribed form to M/s. Cameo Corporate Services Limited, Chennai, the Registrars and Share Transfer Agent (RTA) of the company. The prescribed form can be obtained from the Company's Registrar and Share Transfer Agent.
8. Since securities of the Company are traded compulsorily in dematerialized form as per SEBI mandate, members holding shares in physical form are requested to get their shares dematerialized at the earliest.
9. Members desirous of getting any information about the accounts and operations of the Company are requested to address their queries to the Managing Director of the Company at least even days in advance of the meeting so that the information requested can be made readily available at the meeting.
10. In terms of the Green Initiative in Corporate Governance of the Ministry of Corporate Affairs, communicated vide General Circular No. 17/2011 dated 21-04-2011 read with

General Circular No. 18/2011 dated 29-04-2011, the Annual Reports, notice of meetings and other statutory documents required to be furnished by the Company to the Members can be sent in electronic mode. For this purpose, the Members are requested to register their email addresses with the RTA for receiving the aforesaid information in electronic mode.

11. Voting through Electronic Means:

I. In compliance with the provisions of Section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 18th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Limited (CDSL).

**The instructions for members for voting electronically are as under:-
In case of members receiving e-mail:**

(A) The voting period begins on 27th September, 2015 (9:00 am) and ends on 29th September, 2015 (6:00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd September, 2015 (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) 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.
- (iv) Next enter the Image Verification as displayed and click on Login.
- (v) If you are holding shares in Demat form and had logged on to www.evotingindia.com and vote on
- (vi) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form/ in Physical Form
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) *Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case of the sequence number is less than 8 digits enter the applicable number 0's

	before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. SI.No. mentioned in your address label can be used as Sequence No. for the purpose.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank details in order to login. If the details are not recorded with the depository or company please enter the member id/folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on ANANTHI CONSTRUCTIONS LIMITED
- (ix) 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.
- (x) Click on the "Resolutions File Link" if you wish to view the entire Resolutions.
- (xi) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xiv) If Demat account holder has forgotten the changed password then enter the User ID and the Image Verification Code click on Forgot Password & enter the details as prompted by the system.
- (xv) Note for Non-Individual Shareholders and custodians

* Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and custodian are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.

*A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

*After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

*The list of accounts should 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 favour of the Custodians, if any, should be uploaded in PDF Format in the system for the scrutinizer to verify the same.

(xvi) 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.co.in under help section or write an email to: helpdesk.evoting@cdslindia.com.

In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvi) above to cast vote.
- (B) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on 23rd September 2015
- (C) Mr. T. Murugan, Practising Company Secretary (CP No. 4393) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (D) The Scrutinizer shall within a period not exceeding three working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- (E) The Results shall be declared on or after the AGM of the Company and the resolutions will be deemed to be passed on the date of AGM of the Company subject to the receipt of requisite number of votes in favour of the resolution. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website 'www.ananthis.in' and on the website of CDSL within two days of passing of the resolutions of the AGM of the Company and communicated to the Stock Exchange.

By the Order of the Board
For Ananthi Constructions Limited

T.N.T.Raajasekar
Managing Director

Explanatory Statement for Item No. 2

Brief resume of the Director seeking re-appointment:

Mr. Raajasekar Ghanesh (DIN: 01776524) born on 10/04/1985, a Post Graduate in MBA has got rich experience in management and administration. He was appointed as a Non-Executive Director of the Company on 30/09/2008 and holds 10,000 shares in the Company. He holds Directorship in one company and he is not holding membership of any committee in any other company. He is the son of Mr. Thangaraj Rajasekar, Managing Director of the Company .

Explanatory Statement for Item No. 3

At the 17th Annual General Meeting held on 30.09.2014, M/S. Vijayaraghavan and Associates (FR NO. 005699S), Chartered Accountants, Chennai were appointed as auditors of the Company for the financial year 2014-15. The term of the said auditors expires at the conclusion of this Annual General Meeting. Pursuant to the provisions of Section 139 of the Companies Act, 2013 read with Rule 6 of Companies (Audit and Auditors) Rules, 2014, an audit firm can be appointed as auditors of a Company for not more than two consecutive terms of five years each. For the purpose of calculating the period of 10 consecutive years, the period for which the audit firm had held office as auditors, prior to April 1, 2014, is required to be taken into account. Accordingly, the aforesaid auditors are eligible to be appointed for a period of 5 years from the conclusion of this Annual General Meeting until the conclusion of the 23rd Annual General Meeting of the Company. Provided such appointment is also subject to the ratification by the Members at every Annual General Meeting, till the expiry of their term.

Accordingly, the Company proposes to appoint M/S. Vijayaraghavan and Associates (FR No.005699S), Chartered Accountants, Chennai as the auditors of the Company for a term of 5 consecutive years and to hold office as such from the conclusion of this Meeting until the conclusion of the 23rd Annual General Meeting of the Company, subject to ratification by the Members of the Company at every Annual General Meeting, for the purpose of audit of the Company's accounts.

M/S. Vijayaraghavan and Associates (FR No.005699S), Chartered Accountants, Chennai has consented to the said appointment and issued a certificate to the effect that the appointment, if made, shall be in accordance with the conditions as prescribed in Sections 139 and 141 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014.

Therefore the Board recommends the appointment of M/S. Vijayaraghavan and Associates (FR No.005699S), Chartered Accountants, Chennai as the auditors of the Company as set out at Item No.3 for shareholder's approval.

None of the Directors or Key Managerial Personnel of the Company or their relatives is deemed to be interested or concerned in the resolution.

EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

THE FOLLOWING EXPLANATORY STATEMENT SET OUT THE MATERIAL FACTS REFERRING TO ITEM NOS. 4 to 8 OF THE NOTICE.

Item No. 4 – Appointment of Mr. Radhakrishna Parakat Mahesh (DIN No. 01844538) as an Independent Director:

Mr. Radhakrishna Parakat Mahesh (DIN No. 01844538), 40 years, is a Non-Executive Independent Director of the Company in terms of Listing Agreement with Bombay Stock Exchange Ltd.) Mr. Radhakrishna Parakat Mahesh (DIN No. 01844538) joined the Board of Directors of the Company on May 5, 2005.

In terms of Section 149 and any other applicable provisions of the Companies Act 2013, Mr. Radhakrishna Parakat Mahesh (DIN No. 01844538) offers himself for appointment as an Independent Director for a term upto March, 31, 2020.

The Company has received a notice in writing under Section 160 of the Act from a Member, proposing the candidature of Mr. Radhakrishna Parakat Mahesh (DIN No. 01844538) for the Office of Director of the Company.

The Board of Directors at its meeting held on 31.03.2015, subject to approval of the members in the ensuing Annual General Meeting, has approved his appointment as an Independent Director.

With his independent status he was appointed as the Chairman of the Audit Committee, Remuneration Committee and Shareholders/ Investors Grievances Committee of the Company.

In the opinion of the Board, Mr. Radhakrishna Parakat Mahesh (DIN No. 01844538) fulfils the conditions specified in the Act and Rules made thereunder for his appointment as an Independent Director of the Company and is independent of the management.

Copy of the draft letter for appointment of Mr. Radhakrishna Parakat Mahesh (DIN No. 01844538) as an Independent Director and setting out the terms and conditions for the said appointment would be available for inspection without fee for the members at the Registered office of the Company during normal business hours on any working day.

Accordingly the Board recommends the resolution in relation for appointment of Mr. Radhakrishna Parakat Mahesh (DIN No. 01844538) as an Independent Director for the approval by the Shareholders of the Company.

This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with Bombay Stock Exchange in which the Company's equity shares have been listed.

Except Mr. Radhakrishna Parakat Mahesh (DIN No. 01844538) being an appointee, no other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financial or otherwise in this resolution.

Item No. 5 – Appointment of Mr. Pookat Prajeesh (DIN No. 01844548) as an Independent Director:

Mr. Pookat Prajeesh (DIN No. 01844548), 39 years, is a Non-Executive Independent Director of the Company in terms of Listing Agreement with Bombay Stock Exchange Ltd.) Mr. Pookat Prajeesh (DIN No. 01844548) joined the Board of Directors of the Company on October 31, 2005.

In terms of Section 149 and any other applicable provisions of the Companies Act 2013, Mr. Pookat Prajeesh (DIN No. 01844548) offers himself for appointment as an Independent Director for a term upto March, 31, 2020.

The Company has received a notice in writing under Section 160 of the Act from a Member, proposing the candidature of Mr. Pookat Prajeesh (DIN No. 01844548) for the Office of Director of the Company.

The Board of Directors at its meeting held on 31.03.2015, subject to approval of the members in the ensuing Annual General Meeting, has approved his appointment as an Independent Director.

With his independent status he was appointed as the Chairman of the Audit Committee, Remuneration Committee and Shareholders/ Investors Grievances Committee of the Company.

In the opinion of the Board, Mr. Pookat Prajeesh (DIN No. 01844548) fulfils the conditions specified in the Act and Rules made thereunder for his appointment as an Independent Director of the Company and is independent of the management.

Copy of the draft letter for appointment of Mr. Pookat Prajeesh (DIN No. 01844548) as an Independent Director and setting out the terms and conditions for the said appointment would be available for inspection without fee for the members at the Registered office of the Company during normal business hours on any working day.

Accordingly the Board recommends the resolution in relation for appointment of Mr. Mr. Pookat Prajeesh (DIN No. 01844548) as an Independent Director for the approval by the Shareholders

This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with Bombay Stock Exchange in which the Company's equity shares have been listed.

Except Mr. Mr. Pookat Prajeesh (DIN No. 01844548)) being an appointee, no other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financial or otherwise in this resolution.

Item No. 6 – Appointment of Mr. Dhanroop Betala (DIN No. 02217550) as an Independent Director:

Mr. Dhanroop Betala (DIN No. 02217550), 39 years, is a Non-Executive Independent Director of the Company in terms of Listing Agreement with Bombay Stock Exchange Ltd.) Mr. Dhanroop Betala (DIN No. 02217550) joined the Board of Directors of the Company on September 3, 2012.

In terms of Section 149 and any other applicable provisions of the Companies Act 2013, Mr. Dhanroop Betala (DIN No. 02217550) offers himself for appointment as an Independent Director for a term upto March, 31, 2020.

The Company has received a notice in writing under Section 160 of the Act from a Member, proposing the candidature of Mr. Dhanroop Betala (DIN No. 02217550) for the Office of Director of the Company.

The Board of Directors at its meeting held on 31.03.2015, subject to approval of the members in the ensuing Annual General Meeting, has approved his appointment as an Independent Director.

With his independent status he was appointed as the Chairman of the Audit Committee, Remuneration Committee and Shareholders/ Investors Grievances Committee of the Company.

In the opinion of the Board, Mr. Dhanroop Betala (DIN No. 02217550) fulfils the conditions specified in the Act and Rules made there under for his appointment as an Independent Director of the Company and is independent of the management.

Copy of the draft letter for appointment of Mr. Dhanroop Betala (DIN No. 02217550) as an Independent Director and setting out the terms and conditions for the said appointment would be available for inspection without fee for the members at the Registered office of the Company during normal business hours on any working day.

Accordingly the Board recommends the resolution in relation for appointment of Mr. Dhanroop Betala (DIN No. 02217550) as an Independent Director for the approval by the Shareholders of the Company.

This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with Bombay Stock Exchange in which the Company's equity shares have been listed.

Except Mr. Dhanroop Betala (DIN No. 02217550) being an appointee, no other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financial or otherwise in this resolution.

Item No. 7- Appointment of Mr. Kaliraja (DIN No. 03539640) as an Independent Director:

Mr. Kaliraja (DIN No. 03539640), 42 Years, is a Non-Executive Independent Director of the Company in terms of Listing Agreement with Bombay Stock Exchange Ltd.). Mr. Kaliraja (DIN No. 03539640) joined the Board of Directors of the Company on October 31, 2005.

In terms of Section 149 and any other applicable provisions of the Companies Act 2013, Mr. Kaliraja (DIN No. 03539640) offers himself for appointment as an Independent Director for a term up to March, 31, 2020.

The Company has received a notice in writing under Section 160 of the Act from a Member, proposing the candidature of Mr. Kaliraja (DIN No. 03539640), for the Office of Director of the Company.

The Board of Directors at its meeting held on 31.03.2015, subject to approval of the members in the ensuing Annual General Meeting, has approved his appointment as an Independent Director.

With his independent status he was appointed as the Chairman of the Audit Committee, Remuneration Committee and Shareholders/ Investors Grievances Committee of the Company.

In the opinion of the Board, Mr. Kaliraja (DIN No. 03539640) fulfils the conditions specified in the Act and Rules made there under for his appointment as an Independent Director of the Company and is independent of the management.

Copy of the draft letter for appointment of Mr. Kaliraja (DIN No. 03539640), as an Independent Director and setting out the terms and conditions for the said appointment would be available for inspection without fee for the members at the Registered office of the Company during normal business hours on any working day.

Accordingly the Board recommends the resolution in relation for appointment of Mr. Kaliraja (DIN No. 03539640), as an Independent Director for the approval by the Shareholders of the Company.

This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with Bombay Stock Exchange in which the Company's equity shares have been listed.

Except Mr. Kaliraja (DIN No. 03539640) being an appointee, no other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financial or otherwise in this resolution.

Item No. 8- Appointment of Mrs. Ananthi Raajasekar as Director (DIN NO. 02900438):

Mrs. Ananthi Raajasekar (DIN NO. 02900438), who was appointed as an additional director, by a resolution passed by the Board of Directors in its meeting held on 31st March 2015, vacates the office as an Additional Director on the date of forthcoming Annual General Meeting in accordance with the section 161(1) and other applicable provisions of the Companies Act. 2013.

The Board considers it advantageous and in the interest of the Company to have Mrs. Ananthi Raajasekar as a director of the company.

The Company has received a notice in writing under Section 160 of the Act from a Member, proposing the candidature of Mrs. Ananthi Raajasekar (DIN NO. 02900438) for the Office of the Director of the Company along with the required deposit.

The matter is being placed before the Members for their consideration and approval.

None of the Directors, Key Managerial Personnel of the Company or their relatives except Mrs. Ananthi Raajasekar – the Appointee, Mr. Thangaraj Rajasekar- Managing Director, and Mr. Raajasekar Ghanesh – Director is interested or concerned in the resolution.

Regd. Office:

No.41/9, Medavakkam Main Road, Ganesh Nagar,
Madipakkam,
Chennai-600091

CIN: L45201TN1992PLC023831

Phone: 044-22478333. E-mail: acinfo10@gmail.com

By order of the Board
For **Ananthi Constructions Limited**

T.N.T.Raajasekar
(Managing Director)

Date: 28.05.2015

Place: Chennai

DIRECTORS' REPORT

To the Members,

The Directors have pleasure in presenting their 23rd Annual Report and Audited Statement of Accounts of the Company for the year ended 31st March, 2015.

PERFORMANCE AT A GLANCE:

(In Rs.)

Particulars	Year ended 31.03.2015	Year ended 31.03.2014
Gross Income		
Income From Operations	--	--
Other Income	11,84,505	7,14,739
Profit/ (Loss) Before Depreciation, Tax & Financial Expenses	(5,230)	(2,30,556)
Financial Expenses	--	--
Depreciation	2,24,786	61,770
Profit/(Loss) Before Tax		
Less: Exceptional Items		
Tax expenses:		
a. Current Tax	--	--
b. Fringe Benefit Tax	--	--
c. Deferred Tax Liability	--	-- d.
Income-Tax for earlier year	--	--
Profit/(Loss) for the year carried to Balance Sheet	(2,30,016)	(2,92,326)

DIVIDEND

No Dividend has been recommended by the Board in view of losses suffered by the Company in FY 2014-15.

TRANSFER TO RESERVES:

As the company has suffered loss, there are no transfers made to Reserves & Surplus during the year under review.

BUSINESS OPERATIONS:

The Company has made a gross income of Rs.11,84,505(**Income from Operations is "NIL"**) during the year under review (previous year-Rs.7,14,739). The depreciation for the year under review amounted to Rs.2, 24,786 as against Rs.61,770 in the corresponding period of the previous year. The Company has registered a Loss of Rs. 2,30,016 during the year under review as against the Loss of Rs. 2,92,326 of the previous year.

MANAGEMENT DISCUSSION AND ANALYSIS

A detailed review of operations, performance and future outlook of the Company is contained in the "MANAGEMENT DISCUSSION AND ANALYSIS REPORT" that forms an integral part of this report. (Annexure -I)

MATERIAL CHANGES & COMMITMENTS:

There is no change in the nature of business of the company during the year. There are no material changes and commitments in the business operations of the company since the close of the financial year on 31st March 2015 to the date of this report.

EXTRACT OF ANNUAL RETURN:

As required pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT 9 is given in (Annexure-II)

REAPPOINTMENT OF DIRECTOR:

Mr. RAAJASEKAR GHANESH (DIN: 01776524), Director is retiring by rotation at this Annual General Meeting and being eligible offer himself for re-appointment.

DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS:

The Company has received necessary declaration from each Independent Director of the Company under Section 149 (7) of Companies Act, 2013 that the Independent Directors of the company meet with the criteria of their Independence laid down in Section 149 (6).

COMPOSITION OF COMMITTEES OF BOARD:

Currently the board has three committees: Audit Committee, Nomination & Remuneration Committee & Stakeholders Relationship Committee.

The Composition & Activities are as follows:

Name of the Committee	Composition of the Committee/ No of times the committee met	Highlights of duties, responsibilities & Activities
Audit Committee	P. Magesh (Independent Director) (Chairperson of the Committee) P.Prajeesh(Independent	⇒ The Audit Committee was mandated with the same Terms of Reference specified in Clause 49 of the Listing Agreements with Stock Exchanges.

	<p>Director) Kaliraja(Independent Director)</p> <p>The Committee met 4 times on</p> <p>30th May 2014, 07th August 2014 14th November 2014 13th February 2015</p>	<p>⇒ The current Terms of Reference fully conform to the requirements of the Companies Act.</p> <p>⇒ The Audit committee is responsible for overseeing the Company's financial reporting process, reviewing the quarterly/half-yearly/annual financial statements, reviewing with the management the financial statements and adequacy of internal audit function, recommending the appointment/re-appointment of statutory auditors and fixation of audit fees, reviewing the significant internal audit findings/related party transactions, reviewing the Management Discussion and Analysis of financial condition and result of operations and also statutory compliance issues.</p> <p>⇒ The Committee acts as a link between the management, external and internal auditors and the Board of Directors of the Company.</p>
<p>Nomination & Remuneration Committee</p>	<p>P. Magesh (Independent Director) (Chairperson of the Committee)</p> <p>P.Prajeesh(Independent Director) Kaliraja(Independent Director)</p> <p>The Committee met 1 time on</p> <p>30th May 2014</p>	<p>⇒ To fix salary allowances and other perks to senior level personnel as and when appointed by the Company.</p> <p>REMUNERATION POLICY: The Remuneration Policy of the Company for the managerial personnel is based on the performance potential and performance of the individual/personnel.</p> <p>CEO/CFO CERTIFICATION by Mr. T.N.T Raajasekar Managing Director as required under Clause 49 (V) of the Listing Agreement was placed before the Board at its meeting held on 28.05.2015.</p>

Stakeholders Committee	Relationship P. Magesh (Independent Director) (Chairperson of the Committee) P.Prajeesh(Independent Director) Kaliraja(Independent Director) The Committee met 1 times on 14th November 2014	⇒ The Company has attended to the investors' complaints and redressed them within 15 days from the date of their receipt during the year 2014-2015.
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POLICIES OF THE BOARD:

WHISTLE BLOWER POLICY:

As per Section 177 (9) of the Act read with relevant Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Clause 49 of the Listing Agreement, the Company has established a vigil mechanism overseen by the Audit Committee. The Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.. No complaint under this facility was received in FY 2014-15.

REMUNERATION POLICY:

The Remuneration Policy of the Company for the managerial personnel is based on the performance potential and performance of the individual/personnel.

RISK MANAGEMENT POLICY:

The Company has Business Risk Management framework to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage.

AUDITORS

M/S. Vijayaraghavan and Associates (FR No.005699S), Chartered Accountants, Chennai has been appointed as the auditors of the Company for a term of 5 consecutive financial years and to hold office as such from the conclusion of this Meeting until the conclusion of the meeting to be held for the financial year ending 31.03.2020, subject to ratification by the Members of the Company at every Annual General Meeting, for the purpose of audit of the Company's accounts.

The Independent Auditors Report was placed before the Board on 28th May 2015. The Clarifications to the Observations in the Independent Auditors Report:

Auditor's observation:

The accumulated losses at the end of financial year are more than fifty percent of the net worth and *has incurred cash losses in such financial year and in the immediately preceding financial year*

Director's reply:

Due to financial difficulties, the Company has incurred cash losses and the company is taking steps to reduce the cash losses in the years to come.

SECRETARIAL AUDIT:

Pursuant to Section 204(1) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. T.Murugan, a Practicing Company Secretary (C.P.No.4393) to undertake the Secretarial Audit of the Company for Financial Year 2014-15.

The Secretarial Audit Report was placed before the Board on 28th May 2015. The clarifications to the observations in the Secretarial Audit Report (Annexure –III) are given below:

Directors Reply to Qualifications:

Since the company does not have any operations and due to financial difficulties the company was unable to comply with the above mentioned compliances and will comply with the same in the due course.

PUBLIC DEPOSITS

The Company has not accepted deposits during the year and there are no public deposits fallen due for payment and claimed but not paid as on 31st March, 2015. The total amount of deposit outstanding as at 31st March, 2015 was Nil.

SIGNIFICANT & MATERIAL ORDERS:

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board. During the year, such controls were tested and no reportable material weaknesses in the operations were observed.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The company did not give any Loan or Guarantee or provided any security or make investment covered under Section 186 of the Companies Act, 2013 during the year.

CORPORATE SOCIAL RESPONSIBILITY:

The requirements of compliance of Corporate Social Responsibility are not applicable to our company.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY:

Particulars of contracts or arrangements with Related Parties referred in Section 188(1) of the Companies Act, 2013 is furnished in accordance with Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC-2 - NIL

FORMAL ANNUAL EVALUATION:

The Board has carried out the annual performance evaluation of its own performance and the Directors individually after taking into consideration inputs received from the Directors, covering various aspects on the Boards' functioning such as adequacy of the composition of the Board and its Committees, performance of specific duties, obligations and governance.

The Directors expressed their satisfaction with the overall evaluation process.

RATIO OF REMUNERATION TO EACH DIRECTOR:

The Remuneration paid to all the Directors and Key Managerial Personnel is NIL.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars required to be disclosed under the Companies (Disclosures of Particulars in the Report of the Board of Directors) Rules, 1988 are annexed hereto and the same forms part of this Report. (Annexure –IV)

REPORT ON CORPORATE GOVERNANCE

AS per circular CIR/CFD/POLICY CELL/7/2014 dated September 15, 2014, the clause 49 of the Listing shall be applicable to all companies whose equity shares are listed on recognized stock exchange. However, compliance with the provisions of Clause 49 shall not be mandatory, for the time being, in respect of the Companies having paid up Equity Share Capital not exceeding Rs.10 crores and Networth not exceeding Rs. 25 crores as on the last day of the previous financial year hence Corporate Governance report is not attached with this report.

DIRECTORS' RESPONSIBILITY STATEMENT:

In pursuance of section 134 (5) of the Companies Act, 2013, the Directors hereby confirm that:

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed and that there is no material deviation there from:
- (b) Reasonable and prudent accounting policies have been applied in the preparation of the financial statements, that they have been consistently applied and that reasonable prudent judgment and estimates have been made in respect of items not concluded by the year end, so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2015 and of the Profit for the year ended on that date.
- (c) Proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (d) The financial statements have been prepared on a going concern basis.
- (e) The Directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating efficiently.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating efficiently.

LISTING FEES:

The Company confirms that it has not paid the annual listing fees for the financial year 2014-15 & 2015-16 to BSE where shares of the company are listed.

ACKNOWLEDGEMENTS

Your Company is grateful for the co-operation and assistance extended by various Departments of Government of Tamilnadu and Government of India. The Board also wishes to place on record its appreciation of the dedicated services of our Consultants, employees and other members of the Company. The Board also places on record its sincere appreciation to the Shareholders for reposing faith in the management of the Company.

Place: Chennai
Date: 28.05.2015

For Ananthi Constructions Limited
Managing Director

T.N.T.Raajasekar

ANNEXURES – TO DIRECTORS' REPORT

ANNEXURE-I

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management of Ananthi Constructions Limited presents the Industry Overview, Opportunities and Threats, Initiatives by the Company and overall strategy of Ananthi Constructions Limited for the year 2014-15 and its outlook for the future. This outlook is based on an assessment of the current business environment. It may vary due to future economic and other developments.

This Management Discussion and Analysis statement of the Annual Report has been included in adherence to the spirit enunciated in the Corporate Governance approved by the Securities and Exchange Board of India.

Industry Structure and Developments:

The Indian Construction industry is an integral part of Indian economy and an important part of investment into the development of the Indian economy takes place through the Construction Industry.

Housing Sector:

Every man's dream is to have a house of his own. This was the fuelling power behind the housing sector. With recession in various parts of the world, one of the sectors to have suffered a severe blow is the housing sector. However, the sector has started to revive.

Over view of the Business of the Company:

Your company has been focusing on flat promotion. But due to the huge investment required for this industry the company is currently not able to carry on its construction activities on a large scale

Opportunities:

The directors are of the opinion that the construction industry is likely to bloom in the coming years.

Threats:

- Change in Government policy regarding building activities may affect the industry.

- The increasing cost of inputs like steel, cement and diesel is a major concern for the Company.
- The business witnessed intense competition in the market and the overall margins and under pressure.
- A service tax was also levied on properties that were rented for commercial use.

The changes may impact the retail sector as property cost can be equal to 30 percent of total cost in some cases.

Segmental Analysis:

Your company operates in only one segment viz., constructions.

Internal Controls and their Adequacy:

The company's internal controls are well established. The statutory auditor and the audit committee review these controls regularly. The Company also had an information technology system that supports the organization and ensures adequate information.

Your company attached significant importance to continue upgrading of human resources for sustaining highest levels of customers' satisfaction. The company is providing training as a continuous process to the technical people to cater the needs of various customers.

Future Outlook:

Your company is aware of the risks and threats noted above and have devised its business strategy accordingly.

Cautionary Statement:

Statement in the Management Discussion and Analysis Report describing the Company's objectives and projections are forward looking statements and progressive within in the meaning of applicable security laws and regulations. Actual results may vary depending upon economic conditions, Government policies and other incidental related factors.

ANNEXURE-II TO DIRECTORS' REPORT:

FORM MGT-9:

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2015

Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L45201TN1992PLC023831
2.	Registration Date	17/11/1992
3.	Name of the Company	ANANTHI CONSTRUCTIONS LIMITED
4.	Category/Sub-category of the Company	Company Limited by Shares / Indian Non -Government Company
5.	Address of the Registered office & contact details	41/9, Medavakkam Main Road, Madipakkam Chennai-91.
6.	Whether listed company	Listed
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Cameo Corporate Services Ltd 'Subramanian Buildings', 5th Floor, No 1 Club House Road, Chennai- 600002 Ph: 04428460390 Fax: 044 28460129 Email: investor@cameoindia.com Web: www.cameoindia.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1.	Housing constructions, Buying Developing and selling of houses and Flats.		--

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

NIL.

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**i) Category wise shareholding:**

S.no	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Promoters	17,85,800	41.7243	-	17,85,800	41.7243	-	-
2	Persons acting in concert	-	-	-	-	-	-	-
3	Mutual Funds	-	-	-	-	-	-	-
4	Resident Indians	24,27,900	56.7266	-	24,27,900	56.7266	-	-
5	Corporate Bodies	66,300	1.5491	-	66,300	1.5491	-	-
6	Non – Resident Indians	-	-	-	-	-	-	-
7	Clearing Members	-	-	-	-	-	-	-
	Grand Total	42,80,000	100.00	-	42,80,000	100.00	-	-

ii) **SHAREHOLDING OF PROMOTERS:**

S.no	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	T.N.T Raajasekar	6,65,000	15.54%	-	6,65,000	15.54%	-	-
2	Anandhi R	7,37,300	17.23%	-	7,37,300	17.23%	-	-
3	T.Thenammal	1,17,000	2.73%	-	1,17,000	2.73%	-	-
4	P.Soorivasgam	10,000	0.23%	-	10,000	0.23%	-	-
5	Rajiyashree	1,00,000	2.33%	-	1,00,000	2.33%	-	-
6	Raajasekar Ghanesh	1,00,000	2.34%	-	1,00,000	2.34%	-	-
7	D Harinath	2,500	0.06%	-	2,500	0.06%	-	-
8	R. Sethuraman	2,500	0.06%	-	2,500	0.06%	-	-
9	J.Vasantha	25,000	0.58%	-	25,000	0.58%	-	-
10	S. Ganesh	26,500	0.61%	-	26,500	0.61%	-	-
		17,85,800	41.72%		17,85,800	41.72%		-

iii) **CHANGE IN PROMOTERS' SHAREHOLDING:**

S.no	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of Shares	% of Total Shares of Company	No of Shares	% of Total Shares of Company
	At the beginning of the year	No change during the year under review.			
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year				

iv) **SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (Other than Directors, Promoters & Holders of GDRs and ADRs)**

S.NO	For each of top ten shareholders	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Ravi Goenka				
	At the beginning of the Year 01-04-2014	15900	0.3714	15900	0.3714
	At the End of the year 31-03-2015	15900	0.3714	15900	0.3714
2	BHARAT SHAH				
	At the beginning of the Year 01-04-2014	13000	0.3037	13000	0.3037
	At the End of the year 31-03-2015	13000	0.3037	13000	0.3037
3	KIRTIDA PARIKH				
	At the beginning of the Year 01-04-2014	11100	0.2593	11100	0.2593
	At the End of the year 31-03-2015	11100	0.2593	11100	0.2593
4	LEASMEN FIN-INVEST (INDIA) LTD				
	At the beginning of the Year 01-04-2014	10500	0.2453	10500	0.2453
	At the End of the year 31-03-2015	10500	0.2453	10500	0.2453
5	ENTERPRISE SECURITIES (P) LTD				
	At the beginning of the Year 01-04-2014	9900	0.2313	9900	0.2313
	At the End of the year 31-03-2015	9900	0.2313	9900	0.2313
6	STOCKS & SECURITIES INDIA PVT LTD				
	At the beginning of the Year 01-04-2014	9400	0.2196	9400	0.2196
	At the End of the year 31-03-2015	9400	0.2196	9400	0.2196
7	SENTHIL KUMAR J				
	At the beginning of the Year 01-04-2014	9400	0.2196	9400	0.2196
	At the End of the year 31-03-2015	9400	0.2196	9400	0.2196
8	NARESH B SHAH				
	At the beginning of the Year 01-04-2014	8100	0.1892	8100	0.1892
	At the End of the year 31-03-2015	8100	0.1892	8100	0.1892

9	SANKARAN.V				
	At the beginning of the Year 01-04-2014	8000	0.1869	8000	0.1869
	At the End of the year 31-03-2015	8000	0.1869	8000	0.1869
10	ROSHAN H PARIKH				
	At the beginning of the Year 01-04-2014	7900	0.1845	7900	0.1845
	At the End of the year 31-03-2015	7900	0.1845	7900	0.1845

v) **SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

S.NO	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	T.N.T Raajasekar (Managing Director)				
	At the beginning of the year	6,65,000	15.54%	6,65,000	15.54%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	6,65,000	15.54%	6,65,000	15.54%
2	Raajasekar Ghanesh(Director)				

	At the beginning of the year	1,00,000	2.34%	1,00,000	2.34%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	--	-	-
	At the End of the Year	1,00,000	2.34%	1,00,000	2.34%

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

	Secured Loans excluding deposits	Unsecured Loans	Deposit	Total Indebtedness
Indebtedness at the beginning of the financial year				
Principal Amount	-	79,00,000	-	-
Interest due but not paid	-	-	-	-
Interest accrued but not due	-	-	-	-
Total (i+ii+iii)		79,00,000	-	-
Change in Indebtedness during the financial year				
Addition	-	-	-	-
Reduction				
Net change		-	-	-
Indebtedness at the end of the financial year		79,00,000	-	-
Principal Amount	-	-	-	-
Interest due but not paid	-	-	-	-
Interest accrued but not due				
Total (I+II+III)		79,00,000	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

Sl.NO	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
1.	Gross Salary		
	a) Salary as per provisions contained in section 17(1) of the Income tax Act 1961		
	b) Value of Perquisites u/s 17(2) Income Tax Act, 1961	-	-
	c) Profits in lieu of salary under section 17(3) Income Tax,1961	-	-
2.	Stock option	-	-
3.	Sweat Equity	-	-
4.	Commission - As % of profit - Others, specify	-	-
5.	Others please specify	-	-
6.	Total (A)		
	Ceiling as per the Act	-	-

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of the director	Total Amount (Rs.)
1.	Independent Directors; Fee for attending Board/Committee Meetings Commission Others, please specify	-	-
	Total (1)	-	-
2.	Other Non-executive Directors: Fee for attending Board/Committee Meetings Commission Others, please specify	-	-
	Total (2)	-	-
	Total (B)=(1+2)	-	-
	Total managerial remuneration	-	-
	Overall ceiling as per the Act	-	-

C. Remuneration to Key Managerial personnel other than MD/Manager/WTD:

NIL

VII. Board Meetings & Attendance at Board meetings:

The Board of Directors met 5 times during this financial year and the dates are as follows:

S.No	Date of Board Meeting	Board Strength	No. of directors Present
1	30.05.2014	6	4
2	07.08.2014	6	6
3	30.10.2015	6	5
4	30.01.2015	6	6
5	31.03.2015	6	6

VIII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: if any:

Nil

ANNEXURE-III

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED **31.03.2015**

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

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED **31.03.2015**

To,

The Members,

Ananthi Constructions Limited

I have conducted the secretarial audit of the compliance of applicable Statutory provisions and the adherence to good corporate practices by M/s Ananthi Constructions Limited (Hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31.03.2015, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and Returns filed and other records maintained by M/s. Ananthi Constructions Limited for the financial year ended on 31.03.2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (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;

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

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

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

(c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(vi) There are no other laws specifically applicable to the Company which were required to be examined by me for the purpose of this report.

I have also examined compliance with the applicable clauses of the Listing agreement entered into by the Company with Bombay Stock Exchange.

I report that, during the year under review, the company has complied with the provisions of the Acts, rules, regulations and guidelines mentioned above.

I further report that, there were no actions/events in pursuance of :

- a) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- b) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998,
- c) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 :

requiring compliance thereof by the company during the financial year and the Secretarial Standards issued by The Institute of Company Secretaries of India were not applicable during the year.

I further report, that the compliance by the Company of applicable financial laws, like direct and indirect tax laws are subjected to review by statutory financial audit and other designated professionals.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the observations mentioned in (Annexure – A)

I further report that

The Board of Directors of the Company is duly constituted with Proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice 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.

As per the minutes of the meetings duly recorded and signed by the chairman, the decisions of the Board were unanimous and no dissenting views have been expressed.

I further report that there are systems and processes in the company commensurate with the size and Operations of the company to monitor and ensure compliance generally with Applicable laws, rules, regulations and guidelines.

I further report that during the audit period there are no specific events/actions having a major bearing on the Company's affairs.

Chennai
Date: 28.05.2015

T. Murugan
Practising Company Secretary
Membership no: A11923
C.P. No. : 4393

SECRETARIAL AUDIT REPORT

Annexure – A:

OBSERVATIONS

(1) COMPANIES ACT 2013:

- a) The Company has not filed the Statutory forms and returns for the year ended 31.03.2014 as on date.
- b) The Company is yet to appoint Internal Auditor as required under section 138 of the Companies Act 2013 read with rule 13 of the Companies (Accounts) Rules 2014.
- c) The requirement of appointment of Independent Directors under section 149(3) read with rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2014 is yet to be complied with.
- d) In terms of section 203(1)(ii)&(iii) of the Companies Act 2013, the Company being a listed Company, is required to have a whole-time Key managerial personnel in the category of "Company Secretary" and "Chief financial Officer" (CFO), but the Company is yet to appoint Company Secretary and Chief Financial officer.
- e) Board and Committee meetings:

The Company has not provided any evidences with respect to the following:

Newspaper cutting of notice of Closure of register of members, Notice calling Board and General Meetings and publication of financial results.

2. Listing Agreement:

a) The Company has not filed the share holding pattern as required under clause 35 of the Listing Agreement with BSE for the quarter ended 31st March 2015.

b) Clause 38:

The Company has not paid the Listing fee for the financial years 2014-15 and 2015-16.

c) Clause 41:

The Company has not submitted the Limited review report by the Auditors as required for the quarter ending 30th September 2014, 31st March 2015.

D) **Clause 47:**

- a) The Company has not appointed Company Secretary as the Compliance officer.
- b) Half – yearly certificate from the practicing Company Secretary with respect to delivery of Share Certificates has not been obtained.

e) **Clause 49:**

The Company has not submitted any report with respect to Compliance of Corporate Governance during the year under review.

f) **Clause 54:**

The Website maintained by the Company is yet to be updated.

The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder:

- a) The Company has not filed any documents with respect to rule 19(1) and 19(2)(b) of Securities Contract(Regulation) Act 1956.

Depositories Act 1996:

- a) The Company has not submitted its report on quarterly basis with respect to Clause 55A of SEBI(Depositories and Participants) Regulations, 1996 with respect to the reconciliation of share capital audit.

ANNEXURE-IV
FORM-A

Statement of Particulars of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo pursuant to Sec.134(3) (n) read with Rule 8 of Companies (Accounts) Rules 2014).

A. Power and Fuel Consumption **As on 31.03.2015** **As on 31.03.2014**

01. Electricity

(a) Purchased

Units	826	728
Total Amount (Rs.)	8,260	7,280
Rate/unit (Rs.)	10	10

(b) Own Generation

Through Diesel generators	N.A.	N.A.
Units	N.A.	N.A.
Unit per-liter of Diesel oil	N.A.	N.A.

Cost/Unit

02. Coal N.A. N.A.

03. Furnace Oil N.A. N.A.

Consumption per unit of Production N.A. N.A.

B. TECHNOLOGY ABSORPTION **NIL** **NIL**

FORM-B

(Form for disclosure of particulars with respect to Technology Absorption)

	As on 31.03.2015	As on 31.03.2014
Research and Development (R&D):	NIL	NIL
Expenditure on R&D:	NIL	NIL
Technology Absorption, Adoption and Innovation:	NIL	NIL

A. FOREIGN EXCHANGE EARNINGS AND OUTGO:

	As on 31.03.2015	As on 31.03.2014
	(Rs.)	(Rs.)
a. Total Foreign Exchange earned	NIL	NIL
b. Foreign Exchange outgo	NIL	NIL

ON BEHALF OF THE BOARD

Place: Chennai
Date: 28.05.2015

T.N.T Raajasekar
MANAGING DIRECTOR

**CHIEF EXECUTIVE OFFICER (CEO) / CHIEF FINANCIAL OFFICER (CFO)
CERTIFICATION**

I, T.N.T. Raajasekar, Chairman and Managing Director of Ananthi Constructions Ltd., to the best of my knowledge and belief hereby certify that :

1. I have reviewed financial statements and the cash flow statement for the year and that to the best of my knowledge and belief.
 - a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - b. 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.
2. There are, to the best of my knowledge and belief, no transaction entered into by the company during the year which is fraudulent, illegal or in violation of the Company's code of conduct.
3. I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the auditors and the Audit committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps we have taken or propose to take or rectify these deficiencies.
4. 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 the that the same have been disclosed in the notes to the financial statements; and
 - iii) Instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having it significant role in the Company's internal control system over the financial reporting.

Place: Chennai
Date: 28.05.2015

For Ananthi Constructions Limited
Managing Director

T.N.T.Raajasekar

ANANTHI CONSTRUCTIONS LIMITED				
BALANCE SHEET AS AT 31ST MARCH 2015				
	Note No.	AS ON 31/03/2015	AS ON 31/03/2014	
		Rs.	Rs.	
EQUITY AND LIABILITIES				
Shareholder's funds				
(a) Share Capital	1	42,800,000	42,800,000	
(b) Reserve & Surplus	2	(41,490,048)	(41,260,032)	
Share application money pending allotment		-	-	
Non-current liabilities				
(a) Long-term borrowings		-	-	
(b) Deferred Tax liabilities (Net)	3	98,564	98,564	
(c) Other Long term liabilities		-	-	
(d) Long-term Provisions		-	-	
Current Liabilities				
(a) Short term borrowings	4	7,900,000	7,900,000	
(b) Trade payables	5	9,166,531	9,154,531	
(c) Other current liabilities	6	18,000	18,000	
(d) Short term provisions	7	-	-	
TOTAL		18,493,047	18,711,063	
ASSETS				
Non-current assets				
(a) Fixed assets				
(i) Tangible assets	8	3,503,007	3,727,793	
(ii) Intangible assets		-	-	
(iii) Capital work-in-progress		-	-	
(iv) Intangible assets under development		-	-	
(b) Non-current investments		-	-	
(c) Deferred tax assets (net)		-	-	
(d) Long-term loans and advances		-	-	
(e) Other non-current assets		-	-	
Current assets				
(a) Current investments				
(b) Inventories	9	5,500,000	5,500,000	
(c) Trade receivables		-	-	
(d) Cash and Cash equivalents	10	40,282	15,392	
(e) Short-term loans and advances	11	9,348,024	9,437,878	
(f) Other current assets	12	101,734	30,000	
TOTAL		18,493,047	18,711,063	

The Schedules, Significant Accounting policies & Notes on Accounts form an integral part of this Balance Sheet

For VIJAYARAGHAVAN & ASSOCIATES
Chartered Accountants

For and on behalf of the Board
ANANTHI CONSTRUCTIONS LTD.

P.B. Vijayaraghavan
Partner
Place: Chennai
Date : 28-05-2015



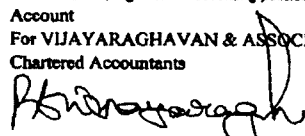
T. S. Sankar
Managing Director Director

ANANTHI CONSTRUCTIONS LIMITED			
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2015			
PARTICULARS	Note No.	31/03/2015	31/03/2014
		Rs.	Rs.
REVENUE			
Income from Operation		-	-
Other Income		1,184,505	714,739
TOTAL		1,184,505	714,739
EXPENSES			
Cost of Material Consumed		-	-
Employee benefit Expenses	13	300,000	112,500
Selling, Administrative and other Expenses	14	889,735	832,795
Financial Cost		-	-
Depreciation & Amortization	8	224,786	61,770
TOTAL		1,414,521	1,007,065
Profit before Tax		-230,016	-292,326
Less: Tax		-	-
Current Tax for Current Year		-	-
Current Tax for Prior Years		-	-
Deferred Tax		-	-
Profit for the Period		-230,016	-292,326
Earning per Equity Shares			
1) Basic		-	-
2) Diluted		-	-

The Schedules, Significant Accounting policies & Notes on Accounts form an integral part of this Profit & Loss Account

For VIJAYARAGHAVAN & ASSOCIATES
Chartered Accountants

For and on behalf of the Board
ANANTHI CONSTRUCTIONS LTD.


P.B. Vijayaraghavan
Partner
Place: Chennai
Date : 28-05-2015

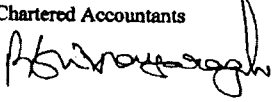
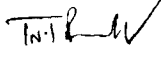

Managing Director Director

Notes forming Part of Financial Statement			
		As at 31-03-2015	As at 31-03-2014
Note - 1			
Share Capital			
a) Authorized Capital			
50,00,000 number of Equity Shares of Rs. 10/- each		50,000,000	50,000,000
b) Issued, Subscribed and Paid up Capital			
42,80,000 Equity Shares of Rs. 10/- each		42,800,000	42,800,000
c) Par Value Per Share			
		10.00	10.00
d) Number of Equity Shares at the beginning of the year			
Add: Issued during the year		4,280,000	4,280,000
Number of Equity Shares at the end of the year		-	-
		4,280,000	4,280,000
Note - 2			
Reserves & Surplus			
a) Profit & Loss Account			
Opening Balance		(41,280,032)	(40,967,706)
Add: Current year Surplus		(230,016)	(292,326)
		(41,490,048)	(41,260,032)
Less: Prior year Expenses		-	-
		(41,490,048)	(41,260,032)
Note - 3			
Deferred Taxation			
Opening Balance		98,564	98,564
Add: Provision during the year		-	-
		98,564	98,564
Note - 4			
Short Term Borrowings			
Advance for Property—Thenammal		7,900,000	7,900,000
		7,900,000	7,900,000
Note - 5			
Trade Payables			
Sundry Creditors			
- Trade Payable—Alok Financial Services Ltd		8,000,000	8,000,000
- Professional Fees Payable		50,000	50,000
- Expenses Payable		28,030	16,030
- Income Tax Payable (Old)		966,143	966,143
- FBT Payable (Old)		5,922	5,922
Advances Received from Customers		116,436	116,436
		9,166,531	9,164,531
Note - 6			
Other current liabilities			
Rental Advance Received		18,000	18,000
		18,000	18,000
Note - 7			
Short term provisions			
Provision for Taxation		-	-
		-	-

Note - 9		
C) Inventories		
Work in Progress including Land cost -		
Valued at Cost or Net Realisable Value		
Whichever is less		
Land	2,700,000	2,700,000
Stock of Materials - Fiat	2,800,000	2,800,000
	<u>5,500,000</u>	<u>5,500,000</u>
Note - 10		
A) Cash & Cash Equivalents Bank Balances		
i) Cash in Hand	35,003	9,493
ii) Balance with Banks	5,279	5,899
	<u>40,282</u>	<u>15,392</u>
Note - 11		
Short Term Loans & Advances		
Others - Unsecured considered Good	9,348,024	9,437,878
	<u>9,348,024</u>	<u>9,437,878</u>
Note - 12		
Other Current Assets		
Advances Recoverable in Cash or kind or Value		
to be received		
TDS	71,734	-
Rental Deposit	30,000	30,000
	<u>101,734</u>	<u>30,000</u>
Note - 13		
Employee benefit Expenses		
Salary & Staff Welfare	300,000	112,500
	<u>300,000</u>	<u>112,500</u>
Note - 14		
Selling, Administrative & Other Expenses		
Duties and Taxes	14,400	7,500
Bank Charges	491	266
CDSL Charges		86,875
Electricity	8,280	7,280
General Meeting Expenses	21,000	17,500
Listing Fees		16,854
Loss on Dealing in Properties	-	-
Office Expenses	20,925	15,685
Other Expenses Related to Dealing in Property	862,175	556,870
Audit Fees	20,000	20,000
Postage & Telegram	17,970	12,980
Printing & Stationery	17,550	14,200
Rent Paid	30,000	30,000
RTA Expenses	16,854	-
Sundry Expenses	19,875	14,355
Telephone & Communication	19,285	15,750
Travelling & Transport	20,950	16,880
	<u>889,735</u>	<u>832,795</u>

Note - 8
Fixed Assets - Tangible Assets

Particulars	Rate of Depreciation	Gross Block			DEPRECIATION			Net Block		
		AS ON 31/03/2014 ₹	AS ON 31/03/2015 ₹	AS ON 31/03/2014 ₹	AS ON 31/03/2015 ₹	AS ON 31/03/2015 ₹	AS ON 31/03/2014 ₹	AS ON 31/03/2015 ₹		
Building	6.00%	4,829,258	-	-	4,829,258	224,766	1,101,465	1,326,251	3,503,007	3,727,793
		4,829,258	-	-	4,829,258	61,770	1,039,685	1,101,465	3,727,793	3,789,553

ANANTHI CONSTRUCTIONS LIMITED			
CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2015			
A	CASH FLOW FROM OPERATING ACTIVITIES		
	Net/(Loss) AS per Profit & Loss before Tax	(230,016)	
	Adjutments		
	Add: Depreciation & Amortisation		224,786
	Less: Prior year Expenses		-
	Operating Profit Before Working Capital Changes	(5,230)	
	Working Capital Changes:		
	(Increase)/Decrease in Other Advances (Asset)		18,120
	(Increase)/Decrease in Sundry Creditors & Expenses	(12,000)	
	Cash Generated from Operation	24,890	
B	CASH FLOW FROM INVESTING ACTIVITIES		
	Sale of Fixed Assets		-
	Net Cash From Investing Activities		-
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Issue of Capital	-	-
	Proceed From Long Term Borrowing	-	-
	Unsecured Loans	-	-
	Interest Paid	-	-
	Net Cash from Finance Activities		-
	Net Decrease in Cash & Cash Equivalents (A+B+C)		24,890
	Reconciliation		
	Net Decrease from Cash Flow Statement		24,890
	Add: Opening Balance of Cash & Cash Equivalents		15,392
	Closing Balance of Cash & Cash Equivalents		40,282
As per our report of even date			
For VIJAYARAGHAVAN & ASSOCIATES		For and on behalf of the Board	
Chartered Accountants		ANANTHI CONSTRUCTIONS LTD.	
			
P.B. Vijayaraghavan Partner		Managing Director Director	

AUDITORS'S REPORT
TO
THE MEMBERS OF ANANTHI CONSTRUCTIONS LIMITED

We have audited the accompanying financial statements of **ANANTHI CONSTRUCTIONS LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2015, and the Statement of Profit and Loss and Cash Flow Statement of the year ended, and a summary of significant accounting policies and other explanatory information.

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in under section 133 of the companies Act 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2015
- b) in the case of the Profit and Loss Account, of the Loss for the year ended on that date; and



- e) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.
- 1) As required by the Companies (Auditor's Report) Order, 2015 issued by the Central Government of India in terms of sub-section (4A) of section 143 of the Act, We give in the annexure a statement of the matters specified in 143(11) of the order
 - 2) As required by section 143(3) of the Act, we report that
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the Balance sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to section 133 of the Companies Act, 2013, on the basis of written representations received from the directors as on 31st March, 2015 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2015, from being appointed as directors in terms of Sub section (2) of section 164 of the Companies Act, 2013.
 - e) The Company does not have any branch offices
 - f) The Company has a adequate Internal Financial Control procedures system in place. There is no major weakness in the Internal Control Procedures.
 - g) The books of accounts have been maintained properly and no such matters arose during the course of Audit which enables us for Qualification
 - h) No such matters came to light upon audit of financial transactions which may have an adverse effect on the functioning of the Company

Place: Chennai
Date:



for VIJAYARAGHAVAN & ASSOCIATES
Chartered Accountant

P.B. Vijayaraghavan
P.B. VIJAYARAGHAVAN

Partner

Membership No: 15103
Firm Reg No: 0056995

ANANTHI CONSTRUCTIONS LIMITED

Annexure to Auditor's Report

The Annexure referred to in our report to the members of Ananthi Constructions Limited (the Company) for the year ended on 31/03/2015. We Report that:

- 1) a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
b) The assets have been physically verified by the management in accordance with a phased programme of verification, which in our opinion is reasonable, considering the size and the nature of business. The frequency of verification is reasonable and discrepancies noticed on such physical verification were not material and have been properly dealt with in books of accounts.
- 2) a) Having regard to the nature of the Companies's Business / activities during the year, Clause 3(ii) of paragraph 3 of the order (physical verification of inventory) is not applicable to the company.
- 3) a) During the year the company has not granted any loans to Companies, firms or other parties covered in the Register maintained under section 189 of the Companies Act, 2013.
b) There were no loans unsecured outstanding in the books of the company.
- 4) There are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchase of inventory, fixed assets and for the sale of goods and services. There is no major weakness in the internal control procedures.
- 5) The company has not accepted any Deposits from public attracting provisions of section 73 to 76 (both inclusive) of Companies Act, 2013, or any other relevant provisions of the Act.
- 6) The Company has an adequate internal Audit system commensurate with its size and nature of its business.
- 7) The Company is not covered by the order made by the Central Government for the maintenance of cost records under section 148 (1) of the Companies Act, 2013
- 8) a) According to the information and explanations given to us and the records



- 8) a) According to the information and explanations given to us and the records examined by us, the company is regular in depositing with appropriate authorities undisputed statutory dues including Investor Education and Protection Fund, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other statutory dues. According to the information and explanations given to us, no undisputed arrears of statutory dues were outstanding as at 31st March, 2015 for a period of more than six months from the date they become payable.
- b) As regards Provident Fund and employees State Insurance Schemes, we are informed by the management that the Provident fund Act, and the employees State Insurance Act are not applicable to the Company.
- b) According to the information and explanations given to us, there are no disputed statutory dues in the books of the company.
- c) There were no such amount required to be transferred to Investor education and protection fund in accordance to the relevant provisions of the Companies Act 1956.
- 9) The accumulated losses at the end of financial year are more than fifty percent of the net worth and has incurred cash losses in such financial year and in the immediately preceding financial year.
- 10) The company has not defaulted in repayment of its dues to financial institution and banks.
- 11) According to the information and explanations given to us, the company has not given any guarantee during the year for loans taken by others from banks and financial institutions.
- 12) The Company did not avail any term loan during the year.
- 13) According to the information and explanation given to us, and the books and records examined by us, there are no frauds on or by the company that has been noticed or reported during the year.

Place: Chennai
Date:



For VIJAYARAGHAVAN & ASSOCIATES
Chartered Accountants

A handwritten signature in black ink, appearing to read "P.B. Vijayaraghavan".

P.B. Vijayaraghavan
Partner

Membership No: 15103
Firm Reg No: 005699S