VKJ INFRADEVELOPERS LIMITED

Regd Office: M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre, Gautam Nagar Road, Yusuf Sarai, New Delhi-110049
Ph: 011-32319722
Website:www.vkjinfra.com
E-mail:vkjinfradevelop@yahoo.com
CIN:L45400DL2010PLC200014

Date: 14th November, 2015

To,

Corporate Relation Department
BSE LIMITED
BSE SME Platform
REGD. OFFICE : 25 TH FLOOR,
P.J.TOWERS, DALAL STREET,
FORT, MUMBAI - 400 001

Scrip Code: 536128
Scrip ID: VKJINFRA

Email id: corp.relations@bseindia.com

SUB: UPDATION OF ANNUAL REPORT FOR THE FINANCIAL YEAR 2014-15

Dear Sir,

In continuation of our earlier Email, Please be informed that due to inadvertent error, we sent you the incorrect attachment of Annual Report, therefore, Please find Enclosed herewith corrected copy of Annual Report of the Company for the financial year 2014-15.

Thanking You

Your's faithfully,

FOR VKJ INFRADEVELOPERS LIMITED

AUTHORIZED SIGNATORY

Encl: As above

VKJ INFRADEVELOPERS LIMITED

SIXTH

ANNUAL REPORT

FOR FY 2014-15

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BOARD OF DIRECTORS

MANOJ KUMAR
Whole-time Director

ARUN KUMAR CHALUKYA
Non-Executive Director

AAYUSH GOLASH
Independent Director

ASHA RANI
Independent Director

REGISTERED OFFICE

M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre, Gautam Nagar Road, Yusuf Sarai, Delhi-110049.
Tel: +91 11 3231 9722
Fax: +91 11 3231 9722
Email: vkjinfradevelop@yahoo.com
Website: www.vkjinfra.com

AUDITORS

M/s Agrawal Goyal& Co., Chartered Accountants
FRN: 004977C
Chartered Accountants
D-251/10, 3rd Floor,
Laxmi Nagar, New Delhi – 110 092

BANKERS

HDFC Bank Limited, A-38, Anand Vihar, Delhi – 110 092

REGISTRAR & TRANSFER AGENT

Sharepro Services (I) Pvt. Ltd.
13 AB Samhita Warehousing Complex,
2nd Floor, Sakinaka Telephone Exchange Lane,
Off Andheri-Kurla Road, Sakinaka,
Andheri (E), Mumbai - 400 072
Tel: +91 22 6191 5402/ 5404
Fax: +91 22 6191 5444
Email: sme.ipo@shareproservices.com
Website: www.shareproservices.com

CIN: L45400DL2010PLC200014

ANNUAL GENERAL MEETING

DAY, DATE & TIME	**:**	Friday, 25th September, 2015 at 09:30 A.M.
VENUE	**:**	Hari Dham Dharamshala, Hari Mandir, Outram Lines, Kingsway Camp, New Delhi – 110009

VKJ INFRADEVELOPERS LIMITED

Regd Office: M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre, Gautam Nagar Road, Yusuf Sarai, New Delhi-110049
CIN: L45400DL2010PLC200014; Website: www.vkjinfra.com ; E-mail: vkjinfradevelop@yahoo.com ;Ph: 011-32319722

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that Sixth Annual General Meeting of the Shareholders of VKJ Infradevelopers Limited will be held on Friday, 25th September, 2015 at 9:30 A.M at the Registered office of the company at Hari Dham Dharamshala, Hari Mandir, Outram Lines, Kingsway Camp, New Delhi – 110009 to transact the following Business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance sheet of the Company for the financial year ended on 31st March 2015, the statement of Profit & Loss Account, Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditor's thereon.

2. To appoint a director in place of **Mr. Arun kumar Chalukya (DIN: 05167558),** who retires by rotation and being eligible, offers himself for re-appointment.

3. To ratify the appointment of **M/s Agrawal Goyal & Co., Chartered Accountants FRN: 004977C** as the statutory auditors of the Company to hold the office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting of the Company and to fix their remuneration.

SPECIAL BUSINESS:

4. **To appoint Ms. Asha Rani (DIN: 06842453) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 160, 149, 152 and all other applicable provisions and Schedule IV to the Companies Act, 2013, the Companies (Appointment the Companies (Appointment and Qualifications of Directors) Rules, 2014, as may be amended, from time to time and the Listing Agreement, **Ms. Asha Rani (DIN: 06842453)**, who was appointed as an Additional Director with effect from 20th March,2015, be and is hereby appointed as an Independent Director of the Company, to hold office for a term of five consecutive years commencing from 20th March, 2015."

Date: 28th August, 2015
Place: New Delhi

By Order of the Board
For VKJ Infradevelopers Limited
Sd/-
MANOJ KUMAR
Director
DIN: 06590962

NOTES:

1. An Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special businesses set out in the notice is annexed.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE (ONLY ON POLL) INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE DULY COMPLETED AND SIGNED PROXY FORM SHOULD REACH THE**

REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

3. The Register of Directors and Key managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

4. Members holding shares in physical form are requested to notify change in address, bank mandate and bank particulars for printing on the dividend warrants, if any, under their signatures to Sharepro Services (I) Pvt. Ltd.13 AB Samhita Warehousing Complex,2nd Floor, Sakinaka Telephone Exchange Lane, Off Andheri-Kurla Road, Sakinaka, Andheri (E), Mumbai - 400 072. Members holding shares in electronic form may update such details with their respective Depository Participants.

5. Pursuant to Section 91 of the Companies Act, 2013, The Share Transfer Books and Members Register of the Company will remain closed from 23rd September, 2015 to 25th September, 2015 (both days inclusive).

6. Members seeking any information regarding accounts should write to the Company at atleast seven days before the date of the meeting so as to enable the management to keep the information ready.

7. All documents meant for inspection and referred in the accompanying Annual Report are open for inspection at the Registered Office of the Company during office hours between 11.00 am to 1.00 pm on all working days till the date of Annual General Meeting.

8. Members are required to bring their admission slip along-with copy of the Annual Report at the Annual General Meeting.

9. Details under Clause 52 of the Listing Agreement with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4

Ms. Asha Rani was appointed as an Additional Director with effect from 20.03.2015, Pursuant to Section 149 of the Companies Act, 2013 (new act) read with the Rules made thereunder, the Independent Directors shall hold office for a period of upto 5 consecutive years and shall not be liable to retire by rotation. She may be appointed for a maximum of two consecutive terms of upto 5 years each.

She is Independent director of the company and has been holding the office of Directorship. As per existing terms of appointment, the period of her office is liable to determination by retirement by rotation in terms of section 152 of the Act. The Company has received notices in writing from a member along with the deposit of requisite amount under section 160 of the Act proposing the candidature of her appointment as Independent Director of the Company. She is not disqualified from being appointed as Directors in terms of Section 164 of the Act and has given her consent to act as Director. The Company has also received declarations from her that he meet with the criteria of independence as prescribed under Section 149(6) of the Act and the Listing agreement.

The Board considered the independence of her in terms of Section 149 and Schedule IV to the Companies Act, 2013 and the Listing Agreement and was of the view that she fulfills the criteria of independence as mentioned in the above provisions and can be appointed in the above provisions and can be appointed as Independent Directors

Ms. Asha Rani is an eminent Professional and brings rich and varied experience to the Board. The Board of Directors recommend the resolution set out in the Notice for approval of the Members. Ms. Asha Rani is interested in their respective resolution to the extent of his appointment.
None of the remaining Directors and their relatives is concerned or interested in the proposed resolutions.

Date: 28th August, 2015
Place: New Delhi

By Order of the Board
For VKJ Infradevelopers Limited
Sd/-
MANOJ KUMAR
Director
DIN: 06590962

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING
(Pursuant to Clause 52 of the Listing Agreement)

Arun Kumar Chalukya, aged 45 Years, is the Non-Executive Director of our Company. He has completed his Bachelors in Commerce from Delhi University. Further, he is having an experience of over 20 Years in the field of real estate development and logistics sector. He was appointed as Non-Executive Director of our Company from June 26, 2013.

OTHER DIRECTORSHIP: NIL

Date: 28th August, 2015
Place: New Delhi

By Order of the Board
For VKJ Infradevelopers Limited
Sd/-
MANOJ KUMAR
Director
DIN: 06590962

DIRECTORS REPORT

To,

The Members of

M/s VKJ INFRADEVELOPERS LIMITED

1. Report

Your Directors are pleased to present the 06thAnnual Report together with the Audited Financial Statements for the year ended March 31, 2015.

2. Financial Highlights

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Revenue from Operation	51,151,697.18	22,225,184
Add: Other Income	3,261,336	1,156,070
Total Income	**54,413,033.18**	**23,786,254**
Less: Total Expenses	52,959,339.88	22,953,498
Profit / (Loss) before tax	**1,453,693.30**	**832,755.32**
Less: Current Tax	502,893	275,497
Less: Deferred Tax Charge/(Credit)	(53,703)	(21,538)
Profit/(Loss) after Tax	**2,761,540.85**	**1,757,037.55**

3. FINANCIAL PERFORMANCE

During the year under review, the Company's income is Rs. 42,094,908 as against income of Rs. 28,509,378 in **2013-14.**

4. RESERVES & SURPLUS

The Reserves and Surplus is Rs. 806.56 Lacs as on the end of the Current year and the Profit of the Current year Rs. 27.62 Lacs has been transferred to Reserve and Surplus.

5. DIVIDEND

To plough back the profits in to the business activities, no dividend is recommended for the financial year 2014-15.

6. SHARE CAPITAL

The Authorized Share Capital as on March 31, 2015 was Rs. 24.75 crores (2,47,50,000 shares of Rs.10/each). The Company has not altered its share capital during the year.

7. CHANGE IN THE NATURE OF BUSINESS

During the year, the Company has not changed its nature of business.

8. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required under Clause 52 of the Listing Agreement entered into with Bombay Stock Exchange Ltd., Management Discussion and Analysis Report is presented in the separate section and forms an integral part of the Directors Report.

9. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There have been no material changes and commitments which can affect the financial position of the Company occurred between the end of the financial year of the Company and date of this report.

10. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory / regulatory compliances. The Company has a strong monitoring and reporting process resulting in financial discipline and accountability.

11. CHANGE OF REGISTERED OFFICE

During the year under review, Company has shifted its registered Office from B-25, First Floor, Dayanand Colony, Lajpat Nagar, New Delhi - 110024 to M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre, Gautam Nagar Road, Yusuf Sarai, New Delhi - 110049 w.e.f. **February 05, 2015**.

12. RISK MANAGEMENT POLICY

Although the company has long been following the principle of risk minimization as is the norm in every industry, it has now become a compulsion as per Sec 134 of Companies Act, 2013.

Therefore, in accordance with Companies Act, 2013, the Board members were informed about risk assessment and minimization procedures after which the Board formally adopted steps for framing, implementing and monitoring the risk management plan for the company.

The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities. Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

13. PARTICULARS OF EMPLOYEES AND OTHER DISCLOSURE

The prescribed particulars of Employees required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given herein below:

The information required pursuant to Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Employees of the Company, will be provided on request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees particulars mentioned in rule 5(2) of the said rule which is available for inspection by the Members at the Registered Office of the Company during the business hours on working days of the Company upto the date of ensuing Annual General Meeting. If any Member is interest in inspecting the same, such Member may write to the Compliance officer in advance.

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

Sr. No.	*Name of Director/KMP and Designation*	*Remuneration of Director/ KMP for FY 2014-15 (In Rs.)*	*% increase in Remuneration in FY 2014-15***	*Ratio of Remuneration of Director to Median Remuneration of employees*	*Ratio of Remuneration of Director to Median Remuneration of Employees*
1.	*Mr. Manoj Kumar, Whole Time Director*	*300000*	*N.A.*	*N.A.*	*N.A.*

The number of permanent employees as on 31st March 2015 was 1.

Average of remuneration of employees excluding KMPs – Nil

No employee's remuneration for the year 2014-15 exceeded the remuneration of any of the Directors.

Company's performance has been provided in the Directors' Report which forms part of the Board Report.

The key parameter for the variable component of key managerial personnel(s) is linked with Company performance and Individual performance.

The remuneration of Directors, KMPs and other employees is in accordance with the Remuneration Policy of the Company.

STATEMENT CONTAINING THE PARTICULARS OF EMPLOYEES IN ACCORDANCE WITH SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AND FORMING PART OF DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2015 –*NOT APPLICABLE*

14. DEPOSITS

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

15. NAME OF THE COMPANIES WHICH HAVE BEEN BECOME OR CEASED TO BE ITS SUBSIDIARIES AND ASSOCIATE COMPANIES DURING THE YEAR

Since the Company has no subsidiaries as on 31st March, 2015, provision of section 129 of the Companies Act, 2013 is not applicable.

16. STATE OF COMPANY AFFAIRS

The Company is complying with all the applicable laws and provisions and there is no adverse action against the business operations of the Company

17. STATUTORY AUDITORS

In accordance with the provisions of the Companies Act, 2013, the Board of Directors of Your company has proposed the ratification of appointment of **M/s Agrawal Goyal & Co., Chartered Accountants (FRN 004977C),** as Statutory Auditors of the Company for the financial year 2015-16.

18. AUDITORS' REPORT

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and therefore, in the opinion of the Directors, do not call for further comments.

19. EXTRACT OF THE ANNUAL RETURN

The extract of the annual return in form no. MGT – 9 has been annexed to the Report, as Annexure.

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

The particulars as required under the provisions of Section 314(3)(m) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 in respect of Conservation of Energy and Technology Absorption have not been furnished considering the nature of activities undertaken by the Company during the year under review.
There was no foreign exchange earning & outgo during the financial year under review.

21. CORPORATE SOCIAL RESPONSIBILITY (CSR)

During the year under review, the Company is not required to comply with the provisions related to Corporate Social Responsibility on the basis of its financial statement.

22. DIRECTORS & COMMITTEES:

a) Changes in Directors and Key Managerial Personnel

During the year under review, **Ms. Asha Rani** appointed as an Additional Director and **Mr. Arjun Singh** resigned w.e.f.**20/03/2015**.

b) Declaration by an Independent Director(s) and re- appointment, if any

All Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, and Listing Agreement.

c) Formal Annual Evaluation

Pursuant to the provisions of companies Act, 2013, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder committee. The manner in which the evaluation has been carried out has been explained in Corporate Governance Report.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

a. BOARD MEETINGS

During the year Seven Board Meetings were convened and held on 02.04.2014, 30.05.2014, 23.08.2014, 12.11.2014, 05.02.2014, 20.03.2015, 25.03.2015.

COMPOSITION AND MEETINGS OF AUDIT COMMITTEE

Name of Member	Designation	Category
Arjun Singh*	Chairman	Independent Director
Aayush Golash	Member	Independent Director
Arun Kumar Chalukya	Member	Non-Independent Non Executive Director
Asha Rani*	Chairman	Independent Director

*Resignation of Mr. Arjun Singh from the position of Directorship & Appointment of Ms. Asha Rani as an Additional Independent Director w.e.f. 20.03.2015.

COMPOSITION AND MEETINGS OF STAKEHOLDERS RELATIONSHIP COMMITTEE

Name of Member	Designation	Category
Arjun Singh*	Chairman	Independent Director
Aayush Golash	Member	Independent Director
Arun Kumar Chalukya	Member	Non-Independent Non Executive Director
Asha Rani*	Chairman	Independent Director

*Resignation of Mr. Arjun Singh from the position of Directorship & Appointment of Ms. Asha Rani as an Additional Independent Director w.e.f. 20.03.2015.

NOMINATION & REMUNERATION COMMITTEE

The Company has duly constituted Nomination and Remuneration Committee to align with the requirements prescribed under the provisions of the Companies Act, 2013.

The details of the Composition of the Nomination and Remuneration Committee are given below:

Name of Member	Designation	Category
Arjun Singh*	Chairman	Independent Director
Aayush Golash	Member	Independent Director
Arun Kumar Chalukya	Member	Non-Independent Non Executive Director
Asha Rani*	Chairman	Independent Director

*Resignation of Mr. Arjun Singh from the position of Directorship & Appointment of Ms. Asha Rani as an Additional Independent Director w.e.f. 20.03.2015.

SEXUAL HARASSMENT:

The Company has zero tolerance for Sexual Harassment at workplace and has adopted a Policy on prevention of Sexual Harassment in line with the provisions of Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redresssal) Act, 2013 and the Rules made thereunder. There was no complaint on sexual harassment during the year under review.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

During the year, as per Section 177(9) read with Rule 7(1) of The Companies (Meeting of Board and its Powers) Rules, 2014, Company is required to establish a Vigil Mechanism for its Directors and employees. In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a vigil mechanism policy. This policy is explained in corporate governance report and also posted on the website of company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

During the year, Company has not provided Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. The details of transactions with the Company and related parties are given for information under notes to Accounts.

MANAGERIAL REMUNERATION POLICY

Provisions relating to Managerial Remuneration as per Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 The Board has on the recommendation of the Nomination & Remuneration Committee framed a Policy for Selection and appointment of Directors, Senior management and their Remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

SECRETARIAL AUDIT REPORT AND EXPLANATION TO THE QUALIFICATIONS REPORTED IN THE REPORT

Provisions relating to Secretarial Audit as per Section 204 read with Rule 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Ms. Neelam Bansal ,Proprietor of M/s Neelam Bansal & Associates, Company Secretaries to undertake the Secretarial audit of the Company. The Secretarial Auditor Report provided By the Secretarial Auditor in Form No. MR-3 has been enclosed as **Annexure-I.**

With reference to the qualifications, we wish to explain that the Company is searching the best person for the post of Company Secretary and Chief Financial Officer.

CORPORATE GOVERNANCE CERTIFICATE

As per Clause 52 of SME Listing Agreement for Listed Companies on BSE. A Certificate from Statutory Auditors of the Company on the compliance with Corporate Governance requirements by your Company is attached to the Report on Corporate Governance.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

No significant and material orders have been passed by the regulators or courts or tribunals, impacting the going concern status and company's operations in future.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that -

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had 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 at the end of the financial year and of the profit and loss of the company for that period;

(c) The directors had 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;

(d) The directors had prepared the annual accounts on a going concern basis; and

(e) The directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENT AND APPRECIATION

The Directors take this opportunity to thank Company's customers, shareholders, suppliers, bankers, Central and State Government for their consistent support to the Company. The Board also wishes to place on record their appreciation for the hard work, dedication and commitment of the employees at all levels. The enthusiasm and unstinting efforts of the employees have enabled the Company to grow in the competitive environment .The Board looks forward to their continued support and understanding in the years to come.

By Order of the Board
For VKJ Infradevelopers Limited

Place: Delhi
Date: 28.08.2015

Sd/-
Arun Kumar Chalukya
Director
Din: 05167558

Sd/-
Manoj Kumar
Director
Din: 06590962

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANICAL YEAR ENDED 31ST MARCH, 2015

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

To,
The Members,
VKJ Infradevelopers Limited
M-161/B, Ground Floor, Kalka Bhawan, Commercial,
Centre,Gautam Nagar Road, Yusuf Sarai,
New Delhi-110049.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practice by M/s **VKJ Infradevelopers 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 our opinion thereon.

Based on my verification of the Company's Books, Papers, Minutes 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 financial year ended 31st March, 2015, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s **VKJ Infradevelopers Limited**, for the financial year ended on 31st March, 2015, according to the provisions of:

i. The Companies Act, 2013 (the Act) and the Rules made there under for specified Sections notified and came into effect from 12th September, 2013 and Sections and Rules notified and came into effect from 1st April, 2014;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;

iii. The Depositories Act, 1996 and Regulations and the Bye-laws framed there under;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB) **(Not applicable to the Company during Audit period as the Company has not received any FDI, ECB and made any ODI.)**

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 a Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;

(d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009

(e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 **(Not applicable to the Company during Audit period as the Company has not introduced any such Scheme);**

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during Audit period as the Company has not issued any Debt Securities);**

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during Audit period as the Company has not delisted /proposes to de-list any equity shares from any stock Exchange)**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during Audit period as the Company has not brought back / proposed to Buy back any Securities);**

vi. As informed and certified by the Management of the Company, There are no other laws which are specifically applicable to the Company based on their sector/Industry.

vii. I have relied on the Representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibly of the management. My examination was limited to the verification of procedure on test basis.

viii. In case of Direct and Indirect Tax Laws like Income Tax Act, Service Tax Act, Excise & Custom Acts we have relied on the Reports given by the Statutory Auditors of the company.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India under the provisions of Companies Act, 1956; **(Not notified and hence not applicable to the Company during Audit period)** and

(ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange(SME- Platform);

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

i. The Company has not appointed Company Secretary and Chief Financial Officer under Section 203 of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment of and Remuneration of Managerial Personnel) Rules, 2014.

ii. The Company has not appointed an Internal Auditor under Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014.

iii. *There were few instances where Company has given late intimation(s) to the Stock Exchange and Compliances in respect of declaration of quarterly, half yearly and yearly financial results, Reconciliation of Share Capital Audit Reports pursuant to Regulation 55A of the SEBI (Depositories and Participants) Regulation, 1996, Shareholding Pattern pursuant to the provision of Clause 37 of the Equity Listing Agreement and Compliance Certificates under Clause 50(C) of the Equity Listing Agreement of Stock Exchange;*

iv. *The management of the Company has reported and certified that the Company has obtained requisite approvals for grant of loans and advances to any party and complied with the provisions of Section 186 of the Companies Act, 2013 and any other applicable laws. However Company could not produce necessary records/supporting documents during the audit process*

v. *The Company has not filed e-form MGT-14 with the Registrar of Companies, NCT of Delhi & Haryana for approval of Board Report for the Financial Year 2013-14 as per Section 179(3) of the Companies Act, 2013.*

vi. *The Company has not filed e form MGT 10 with Registrar of Companies, NCT of Delhi & Haryana in respect of change of Shareholding of top ten shareholders during the period under audit.*

vii. *The Company has not filed e-form ADT-1 for re-appointment of Statutory Auditor of the Company under Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rule 2014.*

viii. *The Company has not filed e form MGT-15 with Registrar of Companies, NCT of Delhi & Haryana for filing Report on Annual General Meeting under section 121(1) of the Companies Act, 2013 and Rule 31(2) of Companies (Management and Administration) Rules, 2014.*

ix. *The Company has filed/submitted various e-forms with late fees during the period under review.*

(a) *Form DIR-12- For Appointment of Mr. Arjun Singh as Additional Director of the Company.*
(b) *Form MGT-14- For adoption of Financial Statements under section 179(3)of the Companies Act, 2013.*
(c) *Form MGT-14- For disclosure of Director's Interest under section 179(3)of the Companies Act, 2013.*
(d) *Form DIR-12- For Re-appointment of Mr. Arjun Singh as Independent Director of the Company.*
(e) *Form MGT-14- For adoption of half yearly Financial result ended on 30th September 2014 under section 179(3) of the Companies Act, 2013.*
(f) *Form 23AC (XBRL) , 23ACA(XBRL)and Form 20B- For Annual Filing for the Financial Year 2013-14.*

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 was given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For **Neelam Bansal& Associates**
Company Secretaries

Neelam Bansal
Prop.
ACS: 30913
COP: 13239

Place: Delhi
Date: 27th August, 2015

Note: this report is to read with our letter of even date which is annexed as ***Annexure A,*** *which forms an integral part of this report.*

Annexure A

To,
VKJ Infradevelopers Limited
M-161/B, Ground Floor, Kalka Bhawan, Commercial,
Centre,Gautam Nagar Road, Yusuf Sarai,
New Delhi-110049

My report of even date is to be read along with this letter:

1) Maintenance of Secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these Secretarial Records based on my audit.

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

3) I have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.

4) Wherever required, I have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.

5) The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the Management. My examination was limited to the verification of procedures on test basis.

6) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **Neelam Bansal & Associates**
Company Secretaries

Neelam Bansal
Prop.
ACS: 30913
COP: 13239

Place: Delhi
Date: 27th August, 2015

CORPORATE GOVERNANCE

1. PHILOSOPHY

VKJ's business strategy focuses on creating sustainable long term value for all its stakeholders including members, customers, partners, employees and the society at large. The Company's governance structure including systems, processes and principles enable VKJ to realize its long term goals.

VKJ takes pride in being a responsible corporate citizen and has strong ethics. This is reflected in its sense of principles, which focuses on integrity and fairness in all dealings, which are periodically disclosed in the most transparent manner possible.

In addition, the Company has a strong sense of participation in community development. Its established systems encourage and recognize employee participation in environmental and social initiatives that contribute to organizational sustainability, conservation of energy, and promotion of safety and health.

The entire governance structure is actively supervised by Board of Directors, who oversee management activities and ensures their effectiveness in delivering member value. To implement this, VKJ has always strived to promote an informed Board that functions independently.

This Chapter reports the Company's compliance with the Clause 52 of the Listing Agreement with the Stock Exchange and also highlights some of the better practices, which are non-mandatory.

2. BOARD OF DIRECTORS

The details of the composition of the Board, number of Directorships & Committee positions held by each of the Directors as on 31st March, 2015 are given hereunder:

Name	Category	Attendance of Director at Board Meeting	Attendance of Director at Last AGM	Number of Membership Committee in other Limited Company	Number of Chairmanship/Directorship Committee in other Limited Company
Manoj Kumar	Whole Time Director, Executive Director	7	Yes	Nil	SSD REAL ESTATE DEVELOPERS PRIVATE LIMITED
Aayush Golash	Non-Executive Independent Director	7	Yes	Nil	Nil
Arun Kumar Chalukya	Non-Executive Non Independent Director	7	Yes	Nil	Nil
Arjun Singh*	Non-Executive Independent Director	5	Yes	Nil	1.THY PROJECTS PRIVATE LIMITED 2. K D TREND WEAR LIMITED 3. TRIVENI CAPIN LIMITED

Asha Rani*	Non-Executive Independent Director	1	N.A.		1. DHOLPUR BREWERIES & BOOTTLERS LIMITED 2. GOLD LINE INTERNATIONAL FINVEST LIMITED 3. GRACIOUS SOFTWARE LIMITED

*Resignation of Mr. Arjun Singh from the position of Directorship & Appointment of Ms. Asha Rani as an Additional Independent Director w.e.f. 20.03.2015.

2 (A). BOARD MEETINGS

During the year under review, Seven (07) Board Meetings were held on the following dates:

02.04.2014, 30.05.2014, 23.08.2014, 12.11.2014, 05.02.2014, 20.03.2015, 25.03.2015.

3. COMMITTEE OF THE BOARD

3(A) Audit Committee

The Board has constituted the Audit Committee, and the Shareholders'/Investors' Grievance Committee. The Board is responsible for constituting, assigning, co-opting and fixing the terms of reference for the committees. Recommendations/decisions of the committee are submitted to the Board for approval. The quorum for meetings is either two members or one third of the members of the committees, whichever is higher.

Terms of Reference

Apart from all the matters provided in clause 42 of the listing agreement and section 177 of the Companies Act 2013, the Audit committee reviews reports of the internal auditor, meets statutory auditors as and when required and discusses their findings, suggestions, observations and other related matters. It also reviews major accounting policies followed by the company.

Composition

The Audit Committee of the Company consist three Directors out of which two were Independent Director of the Company. All the Directors have good knowledge of Finance, Accounts and Company Law.

During the year under review, the Committee was reconstituted on 20th March, 2015 due to resignation of Mr. Arjun Singh, Director & Chairman of the Committee. The Chairman of the Committee is Asha Rani.

All the Members on the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls.

The Composition of Audit Committee as at March 31, 2015:-

1. Mr.Arun Kumar Chalukya
2. Mr. Aayush Golash
3. Ms. Asha Rani

The committee met Five (05) times during the financial year ended March 31st 2015.

30.05.2014, 23.08.2014, 12.11.2014, 05.02.2015, 25.03.2015.

The attendance record of the members at the meeting was as follows:

Name of Director	Designation	Category	No. Of Meeting Attended
Arjun Singh*	Chairman	Independent Director	4
Aayush Golash	Member	Independent Director	5
Arun Kumar Chalukya	Member	Non-Independent Non Executive Director	5
Asha Rani*	Chairman	Independent Director	1

No sitting fee was paid during the year for attending meetings of Audit Committee.

*Resignation of Mr. Arjun Singh from the position of Directorship & Appointment of Ms. Asha Rani as an Additional Independent Director w.e.f. 20.03.2015.

Role of Audit Committee

The terms of reference of the Audit Committee are given below:

1. To investigate any activity within its terms of reference.

2. To seek information from any employee.

3. To obtain outside legal or other professional advice.

4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

5. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient, and credible.

6. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.

7. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.

8. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:

(a) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956

(b) Changes, if any, in accounting policies and practices and reasons for the same.

(c) Major accounting entries involving estimates based on the exercise of judgment by Management.

(d) Significant adjustments arising out of audit.

(e) Compliance with listing and other legal requirements relating to financial statements.
(f) Disclosure of any related party transactions.

(g) Qualifications in the draft audit report.

9. Reviewing, with the management, the half-yearly financial statements before submission to the board for approval.

10. Reviewing, with the management, the statement of uses / application of funds raised through an issue (rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.

11. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.

12. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing, and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.

13. Discussion with internal auditors any significant findings and follow up there on.

14. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.

15. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

16. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

17. To review the functioning of the Whistle Blower mechanism, in case if the same is existing.

18. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the
Qualifications, experience & background, etc. of the candidate.

19. Carrying out any other function as mentioned in the terms of reference of the Audit
Committee. In addition, to carry out such other functions/powers as may be delegated by the Board to the Committee from time to time.

3 (B) Stakeholder Relationship Committee

In compliance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Agreement, the Board has renamed the existing "Shareholders'/Investors' Grievance Committee" as the "Stakeholders' Relationship Committee".

During the year under review, the Committee was reconstituted on 20th March, 2015 due to resignation of Mr. Arjun Singh, Director & Chairman of the Committee. The Chairman of the Committee is Asha Rani.

The Composition of Stakeholders' Relationship Committee as at March 31, 2015:-

1. Mr. Arun Kumar Chalukya
2. Mr. Aayush Golash
3. Ms. Asha Rani

The committee met five (05) time during the financial year ended March 31st 2015.

30.05.2014, 23.08.2014, 12.11.2014, 05.02.2015, 25.03.2015.

The attendance record of the members at the meeting was as follows:

Name of Director	Designation	Category	No. Of Meeting Attended
Arjun Singh*	Chairman	Independent Director	4
Aayush Golash	Member	Independent Director	5
Arun Kumar Chalukya	Member	Non-Independent Non Executive Director	5
Asha Rani*	Chairman	Independent Director	4

*Resignation of Mr. Arjun Singh from the position of Directorship & Appointment of Ms. Asha Rani as an Additional Independent Director w.e.f. 20.03.2015.

No sitting fees were paid during the year for attending meetings of Share Transfer & Shareholders' Grievance Committee. No investor grievance was received during the year.

Role of Stakeholder Relationship Committee

The Shareholders / Investors Grievance Committee of our Board look into:

- The redressal of investors complaints viz. non-receipt of annual report, dividend payments etc.
- Matters related to share transfer, issue of duplicate share certificate, dematerializations.
- Also delegates powers to the executives of our Company to process transfers etc.

The status on various complaints received / replied is reported to the Board of Directors as an Agenda item.

SHAREHOLDERS COMPLAINTS

The Company has not received any complaint during the financial year 2013-14. There is no complaint pending.

3 (C) Nomination & Remuneration Committee

In compliance with Section 178 of the Companies Act, 2013, the Board has constituted - the "Nomination and Remuneration Committee in its Board Meeting held on 2nd April, 2014 and reconstituted on 20th March, 2015".

During the year under review, the Committee was reconstituted on 20th March, 2015 due to resignation of Mr. Arjun Singh, Director & Chairman of the Committee. The Chairman of the Committee is Asha Rani.

The committee met two (02) time during the financial year ended March 31st 2015.

02.04.2014, 25.03.2015.

Composition

The composition of Nomination and Remuneration Committee of the Board comprises of three Directors as at 31st March, 2015:-

Name of Director	Designation	Category	No. Of Meeting Attended
Arjun Singh*	Chairman	Independent Director	1
Aayush Golash	Member	Independent Director	2
Arun Kumar Chalukya	Member	Non-Independent Non Executive Director	2
Asha Rani*	Chairman	Independent Director	1

*Resignation of Mr. Arjun Singh from the position of Directorship & Appointment of Ms. Asha Rani as an Additional Independent Director w.e.f. 20.03.2015.

4. Management Discussion and Analysis Report

The Management Discussion and Analysis Report have been included in this Annual Report and include discussion on the matters specified in the Clause 52 of the listing agreement.

5. Shareholders

Communication to Shareholders

The half yearly/annual results are being uploaded on the website of the Company i.e. **www.vkjinfra.com** and being send to the Stock Exchange i.e. BSE Limited for their dissemination.

Compliance Officer

Mr. Manoj Kumar is the Compliance Officer of the Company. He can be contacted for any investors' related matter relating to the Company.

General Body Meetings

1. Annual General Meetings:

Details of last three Annual General Meetings were held as per the details given below:

Year	Venue	Date & Time	Whether Special Resolution passed or not
2013-2014	B-25, First Floor, Dayanand Colony, Lajpat Nagar, New Delhi – 110 024	Friday, September 26, 2014 at 10.00 A.M.	No Special Resolution was passed.
2012-2013	The Retreat Motel/ Resort, Alipur, Main G.T. Karnal Road, Near Palla Mod, Delhi – 110036	Monday. 30th September, 2013 at 10.00 A.M.	No Special Resolution was passed.
2011-2012	27,KilokariVillage, Opposite Thapar Business Centre, Sunlight Colony, Delhi –110014	Saturday, 29th September, 2012 at 10:30 A.M.	No Special Resolution was passed.

2. Extra Ordinary General Meetings

No Extra Ordinary General Meetings during the Year 2014-15.

6. DISCLOSURES

6(1) Related Party Transaction

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. The details of transactions with the Company and related parties are given for information under notes to Accounts.

6(2) Statutory Compliance, Penalties and Strictures

The Company has complied with the requirements of the Stock Exchanges / SEBI /and Statutory Authorities to the extent applicable, and accordingly no penalties have been levied or strictures have been imposed on the Company on any matter related to capital markets during the last three years.

6(3) Reconciliation of Share Capital Audit

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is carried out on a quarterly basis by a Practicing Company Secretary to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued, paid-up, listed and admitted capital of the Company.

6(4) Non-Mandatory Requirements

The Company does not comply with the non-mandatory requirements.

7. MEANS OF COMMUNICATION

All material information about the company is promptly submitted to the designated stock exchange i.e. BSE Limited where the Company's shares are listed and Half-Yearly and Annual Financial Results are being sent to the exchange for the information of the shareholders.

The financial results are also displayed on the Company's website i.e. **www.vkjinfra.com**

8. GENERAL SHAREHOLDERS INFORMATION

The following information would be useful to our shareholders:

Annual General Meeting	
Date	**FRIDAY,25TH Sep,2015**
Venue	**Hari Dham Dharamshala, Hari Mandir, Outram Lines, Kingsway Camp, New Delhi – 110009**
Time	**09:30 A.M.**
Financial Calendar	
Financial Year	**1st April, 2014- 31st March, 2015**
Date of Book Closure	**09th September,2015 To 11th September,2015**

9. MARKET PRICE DATA

The equity shares are listed on the BSE Limited, the market price of the Company's' Equity shares from the date of Listing to 31st March, 2014 are As follows:
Scrip Code: 536128, Scrip Name: VKJINFRA, Scrip Group: SME

Month	Open	High	Low	Close	No. of Shares	No. of Trades	Total Turnover	Deliverable Quantity	% Deli. Qty to Traded Qty	* Spread	
										H-L	C-O
Apr 14	52.65	52.65	51.30	51.30	42,000	4	21,78,300	42,000	100.00	1.35	-1.35
May 14	56.40	78.75	56.40	78.75	69,000	33	50,71,050	69,000	100.00	22.35	22.35
Jun 14	82.65	95.60	82.65	95.60	21,000	14	19,01,250	21,000	100.00	12.95	12.95
Jul 14	105.15	129.80	102.00	129.80	24,000	14	27,08,400	21,000	87.50	27.80	24.65

Aug 14	155.75	220.00	155.75	160.40	30,000	20	56,53,050	27,000	90.00	64.25	4.65
Sep 14	144.40	144.40	95.95	95.95	60,000	40	70,39,800	60,000	100.00	48.45	-48.45
Oct 14	91.20	91.20	54.30	54.30	1,50,000	74	1,04,50,800	1,47,000	98.00	36.90	-36.90
Nov 14	53.25	53.25	38.90	38.90	63,000	42	28,82,700	60,000	95.24	14.35	-14.35
Dec 14	39.65	39.65	32.65	34.60	2,89,000	91	1,00,26,400	2,88,000	99.65	7.00	-5.05
Jan 15	32.90	36.30	23.85	25.95	69,000	44	22,83,550	66,000	95.65	12.45	-6.95
Feb 15	27.00	46.65	27.00	46.65	29,000	29	10,29,100	29,000	100.00	19.65	19.65
Mar 15	48.50	58.00	48.00	55.10	41,000	38	20,70,500	41,000	100.00	10.00	6.60

10. LISTING AT STOCK EXCHANGE

BSE LIMITED
BSE SME Platform
REGD. OFFICE: 25 TH FLOOR,
P.J.TOWERS, DALAL STREET,
FORT, MUMBAI - 400 001.

The ISIN number allotted to the company for demat of shares are as under.

NSDL: INE211P01013
CDSL: INE211P01013

DETAILS OF NON COMPLIANCE

There has been no instance of Non Compliance with any Legal requirement, nor have there been any strictures imposed by any stock Exchange, SEBI or any matter relating to that.

11. CATEGORIES OF SHAREHOLDING AS AT 31.03.2015

Promoter	**Number of Shares**	**Percentage (%)**
Individual	4690000	26.27
Body Corporate	10000	0.06
Total	**4700000**	**26.33**
Public	**Number of Shares**	**Percentage (%)**
Individual	8573000	48.03
Body Corporate	4576770	25.64
Total	**13149770**	**73.67**
Grand Total	**17849770**	**100**

DISTRIBUTION SCHEDULE

SHARE HOLDING in terms of Shares		**SHARE/DEBENTURE HOLDING**		**SHARE/DEBENTURE AMOUNT**	
		Number	**% of Total**	**In Rs.**	**% of Total**
(1)		**(2)**	**(3)**	**(4)**	**(5)**
Up to	5,00	0	0	0	0

5,01	10,00	9000	0.050	90000	0.0504
10,01	20,00	6000	0.034	60000	0.0336
20,01	30,00	42000	0.235	420000	0.235
30,01	40,00	20000	0.112	200000	0.112
40,01	50,00	0	0.000	00	0.00
50,01	1,00,00	637500	3.571	6375000	3.571
1,00,001 and above		17135270	95.997	171352700	95.997
TOTAL		**17849770**	**100**	**178497700**	**100**

12. CODE OF CONDUCT

The Company has adopted a Code of Conduct for all Board and Senior Management of the Company. All Board Members and Senior Management personnel have affirmed compliance with the Code on annual basis and Certificate to the Board of Director contains a declaration to this effect.

13. SHARE REGISTRAR AND TRANSFER AGENTS:

Sharepro Services (I) Pvt. Ltd.
13 AB Samhita Warehousing Complex,
2nd Floor, Sakinaka Telephone Exchange Lane,
Off Andheri-Kurla Road, Sakinaka,
Andheri (E), Mumbai - 400 072
Tel: +91 22 6191 5402/ 5404
Fax: +91 22 6191 5444
Email: sme.ipo@shareproservices.com
Website: www.shareproservices.com

14. COMPLIANCE OFFICER

Mr. MANOJ KUMAR,

M-161/B, Ground Floor, Kalka Bhawan, Commercial
Centre,Gautam Nagar Road, Yusuf Sarai, Delhi-110049.
Tel: +91 11 3231 9722
Fax: +91 11 3231 9722
Email: vkjinfradevelop@yahoo.com
Website: www.vkjinfra.com

15. Address for Correspondence
VKJ INFRADEVELOPERS LIMITED

M-161/B, Ground Floor, Kalka Bhawan, Commercial
Centre,Gautam Nagar Road, Yusuf Sarai, Delhi-110049.
Tel: +91 11 3231 9722
Fax: +91 11 3231 9722
Email: vkjinfradevelop@yahoo.com
Website: www.vkjinfra.com

16. LISTING FEES

The Listing Fees for 2015-16 has been paid to the Stock Exchange.

DECLARATION

As provided under Clause 52 of the Listing Agreement with the Stock Exchanges, this is to confirm that all the Members of the Board have affirmed compliance with the Code of Conduct for the year ended 31st March, 2015.

Date: 28th August, 2015
Place: New Delhi

By Order of the Board
For VKJ INFRADEVELOPERS LIMITED
Sd-
Manoj Kumarl
Director
DIN: 06590962

CEO / CFO CERTIFICATE

I, Manoj Kumar, Director certify to the Board that:

a) I have reviewed financial statements and the cash flow statement for the year ended 31st March, 2015 and that to the best of my knowledge and belief:

i. these statements do not contain any materially untrue statement or omit any material fact or contain statements 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 my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

c) I accept responsibility for establishing and maintaining internal controls for financial reporting and that they 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 they are aware and the steps they have taken or propose 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 the financial statements; and

iii. there are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Date: 28th August, 2015
Place: New Delhi

By Order of the Board
For VKJ INFRADEVELOPERS LIMITED
Sd-
Manoj Kumar
Director
DIN: 06590962

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2015

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L45400DL2010PLC200014
2.	Registration Date	12/03/2010
3.	Name of the Company	VKJ INFRADEVELOPERS LIMITED
4.	Category/Sub-category of the Company	Company limited by shares/ Indian Non-Government Company.
5.	Address of the Registered office & contact details	M-161/B, Ground Floor, Kalka Bhawan, Commercial, Centre,Gautam Nagar Road, Yusuf Sarai, Delhi-110049.
6.	Whether listed company	Listed
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	**Sharepro Services (I) Pvt. Ltd.** 13 AB Samhita Warehousing Complex, 2nd Floor, Sakinaka Telephone Exchange Lane, Off Andheri-Kurla Road, Sakinaka, Andheri (E), Mumbai - 400 072 Tel: +91 22 6191 5402/ 5404 Fax: +91 22 6191 5444 Email: sme.ipo@shareproservices.com Website: www.shareproservices.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Trading in Construction Materials, land Development, Civil Construction, Site Development, Land Filing, Fencing Walls etc.	4520	100 %

I. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. N0	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	N.A.	N.A.	N.A.	N.A.	Section 2(46) and Section 2(87)(*ii*)
2	N.A.	N.A.	N.A.	N.A.	Section 2(87)(*ii*)
3	N.A.	N.A.	N.A.	N.A.	Section 2(6)

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2014]				No. of Shares held at the end of the year[As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) **Indian**									
a) Individual/ ~~HUF~~	4690000	0	4690000	26.27	4690000	0	4690000	26.27	Nil
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	10000	0	10000	0.06	10000	0	10000	0.06	Nil
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	
Sub-total (A)(1)	**4700000**	**0**	**4700000**	**26.63**	**4700000**	**0**	**4700000**	**26.33**	**Nil**

(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Others – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2)	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	**4700000**	**0**	**4700000**	**26.63**	**4700000**	**0**	**4700000**	**26.33**	**Nil**
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-

h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
2. Non-Institutions									
a) Bodies Corp.	3364000	50000000	8364000	46.86	3573000	5000000	8573000	48.03	1.17
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	586000	0	586000	3.28	599500	0	599500	3.36	Nil
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	3650000		4199770	23.53	3427500		3977270	22.28	0.08
c**) Others (specify)**									
Non Resident Indians	-	-	-	-	-	-	--	-	-
Hindu Undivided Family	-	-	-	-		-	-	-	-
Sub-total (B)(2):-	**7600000**	**5549770**	**13149770**	**73.67**	**7600000**	**5549770**	**13149770**	**73.67**	**Nil**

Total Public Shareholding (B)=(B)(1)+ (B)(2)	**7600000**	**5549770**	**13149770**	**73.67**	**7600000**	**5549770**	**13149770**	**73.67**	**Nil**
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	**12300000**	**5549770**	**17849770**	**100.00**	**12300000**	**5549770**	**17849770**	**100.00**	**Nil**

ii) Shareholding of Promoters-

SN	**Shareholder's Name**	**Shareholding at the beginning of the year 31.03.2014**			**Share holding at the end of the year 31.03.2015**			**% change in share holding during the year**
		No. of Shares	**% of total Shares of the company**	**% of Shares Pledged / encumbered to total shares**	**No. of Shares**	**% of total Shares of the company**	**%of Shares Pledged / encumbered to total shares**	
1	Arun Kumar Chalukya	41,11,458	23.03		41,11,458	23.03		Nil
2	Rajesh Kumar Chauhan	5,68,542	3.019		5,68,542	3.019		Nil
3	Manoj Kumar	10,000	0.06		10,000	0.06		Nil
4	SSD Real Estate Developers Pvt Ltd	10,000	0.06		10,000	0.06		Nil
	Total	**47,00,000**	**26.33**		**47,00,000**	**26.33**		Nil

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

SN		**Shareholding at the beginning of the year**		**Cumulative Shareholding during the year**	
		No. of shares	**% of total shares of the company**	**No. of shares**	**% of total shares of the company**
	At the beginning of the year				
1.	Arun Kumar Chalukya	41,11,458	23.03	41,11,458	23.03
2.	Rajesh Kumar Chauhan	5,68,542	3.019	5,68,542	3.019
3.	Manoj Kumar	10,000	0.06	10,000	0.06
4.	SSD Real Estate Developers Pvt Ltd	10,000	0.06	10,000	0.06
	At the end of the year				
1.	Arun Kumar Chalukya	41,11,458	23.03	41,11,458	23.03
2.	Rajesh Kumar Chauhan	5,68,542	3.019	5,68,542	3.019
3.	Manoj Kumar	10,000	0.06	10,000	0.06
4.	SSD Real Estate Developers Pvt Ltd	10,000	0.06	10,000	0.06
	TOTAL	**47,00,000**	**26.33**	**47,00,000**	**26.33**

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

SN	**For Each of the Top 10 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.	**ALPS MOTOR FINANCE LIMITED**				

	At the beginning of the year(31.03.2014)	2500000	14.0058	2500000	14.0058
	At the end of the year(31.03.2015)	2500000	14.0058	2500000	14.0058
2.	**CLASSIC GLOBAL FINANCE & CAPITAL LTD**				
	At the beginning of the year	2500000	14.01	2500000	14.01
	At the end of the year	2500000	14.0058	2500000	14.0058
3.	**ACHAL INVESTMENTS LTD**				
	At the beginning of the year	2500000	14.0058	2500000	14.0058
	At the end of the year	2500000	14.0058	2500000	14.0058
4.	**INVICTUS STOCK RESEACH PRIVATE LIMITED**				
	At the beginning of the year	132000	0.7395	132000	0.7395
	At the end of the year	132000	0.7395	132000	0.7395
5.	**MITHUN SECURITIES PRIVATE LIMITED**				
	At the beginning of the year	108000	0.605	108000	0.605
	At the end of the year	108000	0.605	108000	0.605
6.	**R K COMMODITIES SERVICES PRIVATE LIMITED**				
	At the beginning of the year	100000	0.5602	100000	0.5602
	At the end of the year	100000	0.5602	100000	0.5602
7.	**SHARE INDIA SECURITIES LIMITED**				
	At the beginning of the year	114000	0.6387	114000	0.6387
	At the end of the year	96000	0.5378	96000	0.5378
8.	**INDRAWATI NIRMAN PRIVATE LIMITED**				
	At the beginning of the year	0	0	0	0
	At the end of the year	59000	0.3305	59000	0.3305

9.	**RIVER HIGH RIGHT SHARE BROKERS PRIVATE LIMITED**				
	At the beginning of the year	0	0	0	0
	At the end of the year	56000	0.3137	56000	0.3137
10.	**DHYANESHWAR DEALERS PRIVATE LIMITED**				
	At the beginning of the year	0	0	0	0
	At the end of the year	48000	0.2689	48000	0.2689

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

SN	***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**
	At the beginning of the year	-	-	-	-
1.	Arun Kumar Chalukya	41,11,458	23.03	41,11,458	23.03
2.	Manoj Kumar	10,000	0.06	10,000	0.06
	At the end of the year	-	-	-	-
1.	Arun Kumar Chalukya	41,11,458	23.03	41,11,458	23.03
2.	Manoj Kumar	10,000	0.06	10,000	0.06

V) INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	**Unsecured Loans**	**Deposits**	**Total Indebtedness**

Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
* Addition	-	-	-	-
* Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Managing Director	Mr. Manoj Kumar, *Whole-time Director*	Manager	
1	Gross salary	Nil	300000	NA	300000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	NA	NIl

	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	NA	NIl
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil	NA	NIl
2	Stock Option	Nil	Nil	NA	NIl
3	Sweat Equity	Nil	Nil	NA	NIl
4	Commission - as % of profit - others, specify…	Nil	Nil	NA	NIl
5	Others, please specify	Nil	Nil	NA	NIl
	Total (A)	Nil	300000	NA	NIl

B. Remuneration to other directors

SN.	**Particulars of Remuneration**	**Name of Directors**			**Total Amount**
1	Independent Directors	**AAYUSH GOLASH**	**ASHA RANI**	**ARJUN SINGH(Resigned w.e.f.20.03.2015)**	
	Fee for attending board ~~committee~~ meetings	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil
	Others, please specify				
	Total (1)	Nil	Nil	Nil	Nil
2	Other Non-Executive Directors	**ARUN KUMAR CHALUKYA**			
	Fee for attending board committee meetings	Nil			
	Commission	Nil			
	Others, please specify				
	Total (2)	Nil			
	Total (B)=(1+2)	Nil			

	Total Managerial Remuneration	Nil			
	Overall Ceiling as per the Act				

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

SN	Particulars of Remuneration	Key Managerial Personnel			
1	Gross salary	CEO	CS	CFO	Total
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NA	NA	NA	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NA	NA	NA	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NA	NA	NA	NIL
2	Stock Option	NA	NA	NA	NIL
3	Sweat Equity	NA	NA	NA	NIL
4	Commission	NA	NA	NA	NIL
	- as % of profit	NA	NA	NA	NIL
	others, specify…	NA	NA	NA	NIL
5	Others, please specify	NA	NA	NA	NIL
	Total	NA	NA	NA	NIL

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	**Section of the Companies Act**	**Brief Description**	**Details of Penalty / Punishment/ Compounding fees imposed**	**Authority [RD / NCLT/ COURT]**	**Appeal made, if any (give Details)**
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					

Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Industry Structure and Development

The real estate sector in India has emerged as one of the most dynamic sectors. The country's real estate sector is witnessing changing trends with every passing day. Currently, the real estate market is flooded with low cost, medium or with luxury housing projects. Now-a-days, more and more builders and developers are hooked on to medium housing segment realizing its vast potential in the country.

The real estate companies are coming up with various residential and commercial projects to fulfill the demand for residential and office properties in Tier-II and Tier-III cities. The growth in real estate in Tier-II and Tier-III cities is mainly due to increase in demand for organized realty and availability of land at affordable prices.

Today, India is one of the fastest growing economies in the world. The Indian construction industry is an integral part of the economy. It is poised for growth on account of industrialization, urbanization, economic development and people's rising expectations for improved quality of living. Construction is expected to be the biggest beneficiary of the surge in infrastructure investment.

With property boom spreading in all directions, real estate in India is touching new heights.

2. Opportunities & Threats

Your Company has operations in the Delhi and NCR regions of North India. In the last few years, the growth story of Delhi NCR real estate market has been quite interesting. The migration of multinational establishments across the city and availability of great housing options have initiated new trends, making it highly popular and expensive real estate destination. Delhi, Noida and Gurgaon – the triangle cities have recorded an impressive growth in all spheres of their development. The development of attractive infrastructure, availability of world-class transportation facilities, metrorail connectivity, finer dining and accommodation facilities and unparalleled amenities of residential and commercial properties, have further reshaped the viability of real estate market in Delhi NCR. Moreover, mushrooming web of multinational companies in the triangle cities have raised the pulse of the real estate growth in the Delhi NCR region.

There have been constant additions to the NCR area with latest three new inclusions vizMahendragarh and Bhiwani in Haryana and Bharatpur in Rajasthan. NCR expansion will help to ease burden in some selected cities. At the same time, balanced development in each city is also very important so that the developers and people would move to those cities.

The slowdown of consumer demands and reduction of real estate prices, affect the momentum of growth of the Company.

Real estate business of the Company is dependent on the performance of the real estate market in India. Fluctuations in market conditions affect capacity of the Company to sell projects at expected prices, which could unfavorably affect the revenues and earnings. Potential limitations on the supply of land could reduce revenues of the Company or negatively impact the results of its operations. Real estate business is subject to extensive Statutory or Governmental regulations.

3. Segment wise performance

The company has mainly one reportable business segment. Hence no further disclosure is required under Accounting Standard (AS) 17 on Segment Reporting.

4. Outlook

The real estate industry in India is yet in a promising stage. The sector happens to be the second largest employer after agriculture and is expected to grow at the rate of 30 per cent over the next decade. A growing migrant population due to increasing job opportunities, together with healthy infrastructure development, is underpinning demand in the region's residential real estate market.

5. Risks & Concerns

In open markets, demand and supply decide prices. But residential property prices have been defying this basic principle. In many markets, the number of buyers is down but prices are not cooling off. Many developers are facing fund crunch.

The Indian Real estate market is still in its infancy, largely unorganized and dominated by a large number of small players, with very few corporate or large players having national presence. The Construction Industry is still subject to a number of taxes and is considered as one of the over burdened tax segment. The Company will continue to remain alert and adapt to the evolving market realities and will like to remain proactive in scheduling the construction and sales based on these market realities.

6. Internal Control System & their adequacy

The Company has a proper adequate internal control system to ensure that all the assets are safe guarded and protected against the loss from unauthorized used or disposition and that transactions are authorized, recorded and reported correctly.

The internal control is supplemented by an extensive internal audit, periodical review by the management and documented policies, guidelines and procedures. The internal control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of assets.

7. Material Development in Human Resource

Manpower is the biggest strength in Real Estate Sector. The Company maintains its focus on human resources. The Company has made significant progress in building its team after analyzing varied sets of skills, knowledge, attitude and behavior of its manpower.

Industrial relations during the year remained cordial and initiatives were taken to enhance the productivity of employees. All employees are working in harmonious and teamwork atmosphere which are at all time high.

By Order of the Board
For VKJ Infradevelopers Limited

Sd/-
Arun Kumar Chalukya
Director
Din: 05167558

Sd/-
Manoj Kumar
Director
Din: 06590962

Place: Delhi
Date: 28.08.2015

Agrawal Goyal & Co
Chartered Accountants

D-251/10, 3rd Floor, Laxmi Nagar, New Delhi- 110092

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS
VKJ INFRADEVELOPERS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **VKJ INFRADEVELOPERS LIMITED** (CIN: L45400DL2010PLC200014) ("the company"),which comprise the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters 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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, 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.

Auditor's Responsibility

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

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the 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 financial control relevant to the Company's preparation of the financial statements that give true and fair view 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 Company's Directors, 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 on the financial statements.

Opinion

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

a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;

b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and

c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2015, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 appears from our examination of those books.

c) Company does not have any branch office accordingly reports on the accounts of the branch offices of the Company audited under Section 143(8) of the Act are not applicable.

d) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.

e) In our opinion, the aforesaid 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 written representations received from the directors as on 31 March, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2015, from being appointed as a director in terms of Section 164(2) of the Act.

AGRAWAL GOYAL & CO.
Chartered Accountants

sd/-
(SAROJ KUMAR THAKUR)
PARTNER
M No.:524561
FRN: 004977C

Place: New Delhi.
Date: 30/05/2015

VKJ INFRADEVELOPERS LIMITED

Annexure to the Auditors' Report
Companies (Auditor's Report) Order, 2015 ("the Order")

The Annexure referred to in our report to the members of **VKJ INFRADEVELOPERS LIMITED** for the year Ended on 31st March 2015. We report that:

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

   (b) As explained to us, the management has physically verified the fixed assets during the year and there is a regular programme of verification which, in our opinion, is reasonable having regards to the size of the company and the nature of the assets. No discrepancies were noticed on such verification.

2. (a) Company does not have any inventory at the end of the year.

   (b) In view of our comment in paragraph (a) above, clause (ii) (a) (b) and (c) of paragraph 2 of the aforesaid order are not applicable to the company.

3. (a) Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act.
   (b) in view of our comment in paragraph (a) above, clause (iii) (a) and (b) of paragraph 3 of the aforesaid order are not applicable to the company.

4. In our opinion and according to the information and explanation given to us, there are adequate internal control systems commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system.

5. Company has not accepted deposits from public. Hence provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under, do not apply to this company.

6. The Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Companies Act for any of the products manufactured/services rendered by the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of Wealth tax, Sales tax, Excise Duty, Cess, Employees' State Insurance and Investor Education and Protection Fund.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of Income Tax and other material statutory dues were in arrears as at 31 March 2015 for a period of more than six months from the date they became payable.

(c) According to the records of the Company, there were no amount which were required to be transferred to investor education and protection fund. Therefore, the provision of clause 3 (viii) (c) of the Companies (Auditor's Report) Order, 2015 are not applicable to the Company.

8. The company does not have accumulated losses at the end of the financial year and has not incurred cash losses in such financial year and in the immediately preceding financial year.

9. In our opinion and according to the information and explanation given to us, the company has not take any loan from financial institution and bank hence clause 9 of the CARO 2015 is not applicable.

10. The Company has not given any guarantee for the loans taken by others from bank & financial Institutions.

11. In Our Opinion and according to the information and explanations given to us, the company has not obtained any term loan.

12. Based upon the audit procedures performed and according to the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year.

AGRAWAL GOYAL & CO.
Chartered Accountants

sd/-
(SAROJ KUMAR THAKUR)
PARTNER
M No.:524561
FRN: 004977C

Place: New Delhi.
Date: 30/05/2015

VKJ INFRADEVELOPERS LTD

M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre,Gautam Nagar Road, Yusuf Sarai, Delhi - 110049

CIN: U45400DL2010PLC200014

Balance Sheet as at 31st March, 2015

Amount in Rs.

Particulars	Note No	As at 31.03.2015	As at 31.03.2014
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	178,497,700.00	178,497,700.00
(b) Reserves and Surplus	2	80,656,340.85	79,651,837.55
(c) Money received against share warrants		-	-
(2) Share application money pending allotment		-	-
(3) Non-Current Liabilities			
(a) Long-term borrowings	3	-	-
(b) Deferred tax liabilities (Net)	4	-	18,176.00
(c) Other Long term liabilities	5	37,530,821.00	101,212,496.00
(d) Long term provisions	6	-	-
(4) Current Liabilities			
(a) Short-term borrowings	7	4,654,165.00	7,879,521.00
(b) Trade payables	8	9,116,028.00	6,628,736.00
(c) Other current liabilities	9	989,715.00	591,752.00
(d) Short-term provisions	10	502,893.00	275,497.00
Total		**311,947,662.85**	**374,755,715.55**
II.Assets			
(1) Non-current assets			
(a) Fixed assets	11		
(i) Tangible assets		655,368.72	965,315.58
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	12	55,800,000.00	93,404,700.00
(c) Deferred tax assets (net)	13	35,527.00	-
(d) Long term loans and advances	14	185,831,551.18	248,678,168.00
(e) Other non-current assets	15	3,577,334.00	4,226,476.00
(2) Current assets			
(a) Current investments	16	-	-
(b) Inventories	17	-	-
(c) Trade receivables	18	14,117,676.29	9,861,557.00

(d) Cash and cash equivalents	19	894,279.86	2,251,626.97
(e) Short-term loans and advances	20	49,400,807.00	15,059,850.00
(f) Other current assets	21	1,635,118.80	308,022.00
Total		**311,947,662.85**	**374,755,715.55**

NOTES TO ACCOUNTS **29**

Notes referred to above and notes attached there to form an integral part of Balance Sheet

As per our report of even date attached.

AGRAWAL GOYAL & CO.
Chartered Accountants

For VKJ Infradevelopers Ltd.

Sd/-

CA Saroj Kumar Thakur
Partner
Membership No. : 524561
FRN: 004977C

Sd/-
Arun Kumar Chalukya
(Director)
DIN: 05167558

Sd/-

Manoj Kumar
(Director)
DIN: 06590962

Place : Delhi
Date: 30.05.2015

VKJ INFRADEVELOPERS LTD

M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre,Gautam Nagar Road, Yusuf Sarai, Delhi - 110049

CIN: U45400DL2010PLC200014

Profit and Loss statement for the year ended 31st March, 2015

Amount in Rs.

Particulars	Note No	As at 31.03.2015	As at 31.03.2014
I. Revenue from operations		51,151,697.18	22,225,184.00
II. Other Income	22	3,261,336.00	1,561,070.00
III. Total Revenue (I +II)		**54,413,033.18**	**23,786,254.00**
IV. Expenses:			
Cost of materials consumed	23	46,616,028.00	19,787,566.00
Purchase of Stock-in-Trade		-	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	24	-	-
Employee benefit expense	25	2,309,861.00	1,027,479.00
Financial costs	26	-	-
Depreciation and amortization expense	27	309,946.86	272,171.44
Other expenses	28	3,723,504.02	1,866,282.24
Total Expenses		**52,959,339.88**	**22,953,498.68**
V. Profit before exceptional and extraordinary items and tax.	(III - IV)	1,453,693.30	832,755.32
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		1,453,693.30	832,755.32
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		1,453,693.30	832,755.32
X. Tax expense:			
(1) Current tax		502,893.00	275,497.00
(2) Deferred tax		(53,703.00)	(21,538.00)
(3) Income tax Adjustment		-	
(4) Deffered tax Adjustment		-	-
XI. Profit(Loss) from the perid from continuing operations.	(IX-X)	1,004,503.30	578,796.32
XII. Profit/(Loss) from discontinuing operations		1,757,037.55	1,178,241.23

XIII. Tax expense of discounting operations		-	-
XIV. Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV. Profit/(Loss) for the period (XI + XIV)		**2,761,540.85**	**1,757,037.55**
XVI. Earning per equity share: (1) Basic (2) Diluted		0.06 0.06	0.04 0.04

Notes referred to above and notes attached there to form an integral part of Profit & Loss Statement

As per our report of even date attached.

AGRAWAL GOYAL & CO.
Chartered Accountants

For VKJ Infradevelopers Ltd.

sd/-

CA Saroj Kumar Thakur
Partner
Membership No. : 524561
FRN: 004977C

Sd/-
Arun Kumar Chalukya
(Director)
DIN: 05167558

Sd/-

Manoj Kumar
(Director)
DIN: 06590962

Place : Delhi
Date: 30.05.2015

VKJ INFRADEVELOPERS LTD

M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre,Gautam Nagar Road, Yusuf Sarai, Delhi - 110049

CIN: U45400DL2010PLC200014

Cash Flow Statement

For the Year Ending 31-Mar-2015	Amounts Rs.	Amounts Rs.
Particulars	**31.03.15**	**31.03.14**
(A)CASH FLOW FROM OPERATING ACTIVITIES:-		
1.Net profit before tax	1,453,693	832,755
2.**Adjustment for:**		
Add: Depreciation & Amortisation Expenses	1,069,998	1,010,041
Less: Interest Received	(3,261,336)	(1,561,070)
Operating Profit before Working capital changes	**(737,645)**	**281,727**
3.Working Capital Changes:		
Decrease (Increase) in Trade & Other Receivables	(4,256,119)	(3,026,054)
Decrease (Increase) in Inventories	-	-
Decrease (Increase) in Other Current Assets	(1,327,097)	(29,741)
Increase (Decrease) in Trade & Other Payables	2,487,292	1,142,536
Increase (Decrease) in Current Liabilities & Provisions	397,963	191,752
Increase (Decrease) in Long Term Provisions	-	(703,521)
Increase (Decrease) in Other Liabilities	-	-
Net Changes in Working Capital	**(2,697,961)**	**(2,425,028)**
Cash Generated from Operations	**(3,435,606)**	**(2,143,301)**
Adjustment of Taxes	275,497	211,267
Net Cash Flow from Operating Activities (A)	**(3,711,103)**	**(2,354,568)**
(B.) CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	-	(17,400)
(Increase) Decrease in Other Non Current Assets	-	(1,275,000)
(Increase) Decrease in Other Long Term Loans & Advances	62,846,617	(214,082,938.00)

(Increase) Decrease in Short Terms Loans & Advances	(34,340,957)	(15,059,850.00)
Interest Received	3,261,336	1,561,070
Decrease (Increase) in Current Investments	-	-
Decrease (Increase) in Non Current Investments	37,604,700	(7,500,000.00)
Net Cash Flow from Investing Activities (B)	**69,371,696**	**(236,374,118)**
(C.) CASH FLOW FROM FINANCING ACTIVITIES :		
Issue of share capital and Proceeds from Share Application Money	-	135,500,000
Increase in other Long Terms Borrowings	(63,681,675)	101,212,496
Increase in Short Terms Borrowings	(3,225,356)	7,879,521
Preliminary Expenses incurred	(110,909)	(3,689,346)
Net Cash Flow from Financing Activities (C)	**(67,017,940)**	**240,902,671**
Net Increase / (Decrease) in Cash & Cash Equivalents (A-B+C)	**(1,357,347)**	**2,173,985**
Cash and cash equivalents at the beginning of the year / Period	**2,251,627**	**77,642**
Cash and cash equivalents at the end of the year/ Period	**894,280**	**2,251,627**

*** Note: The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard (AS) – 3 on Cash Flow Statements" issued by the Institute of Chartered of Accountants of India.**

As per our report of even date attached.

AGRAWAL GOYAL & CO.
Chartered Accountants

VKJ INFRADEVELOPERS LTD

Sd/-

CA Saroj Kumar Thakur
Partner
Membership No. : 524561
FRN: 004977C

Sd/-
Arun Kumar Chalukya
(Director)
DIN: 05167558

Sd/-

Manoj Kumar
(Director)
DIN: 06590962

Place : Delhi
Date:30.05.2015

VKJ INFRADEVELOPERS LTD

M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre,Gautam Nagar Road, Yusuf Sarai, Delhi - 110049

CIN: U45400DL2010PLC200014

Notes Forming Part of the Balance Sheet

Note : 1 Share Capital

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	**AUTHORIZED CAPITAL**		
	Equity Shares of Rs. 10/- each.	247,500,000.00	247,500,000.00
2	**ISSUED**		
	Equity Shares of Rs. 10/- each.	247,500,000.00	247,500,000.00
3	**SUBSCRIBED & PAID UP CAPITAL**		
	Equity Shares of Rs. 10/- each.	178,497,700.00	178,497,700.00
	Total	**178,497,700.00**	**178,497,700.00**

Notes 1 A		
Reconcilation of Nos. Of Shares	As at 31.03.2015	As at 31.03.2014
Number of Equity Shares at the beginning	17,849,770	5,229,770
Add:- Number of Shares Issued	-	12,620,000
Number of Equity Shares at the end	17,849,770	17,849,770

Notes 1 B			
Details of Share Holding More Then 5% as at 31.March.2015			
Name	**Class of Share**	**No. of Share Holding**	**Percentage of Holding**
Arun Kumar Chalukya	Equity	4111458	23.03%
Classic Global Finance & Capital Ltd	Equity	2500000	14.01%
Achal Investments Ltd	Equity	2500000	14.01%
Alps Motor Finance Ltd	Equity	2500000	14.01%

Note : 2 Reserve & Surplus

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Securities Premium reserve	77,894,800.00	77,894,800.00
	Less: Bonus Share	-	-
		77,894,800.00	77,894,800.00
2	Surplus (Profit & Loss Account)	-	-
	Op. Balance of Profits & Loss A/C	1,757,037.55	1,178,241.23
	Current Year Profit & Loss A/C	1,004,503.30	578,796.32
		2,761,540.85	**1,757,037.55**
	Total	**80,656,340.85**	**79,651,837.55**

Note : 3 Long Term Borrowings

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Bonds / Debentures	-	-
2	**Term Loan**		
	- From Bank	-	-
	- From Other Parties	-	-
3	Deferred Payment Liabilities	-	-
4	Deposit	-	-
5	Loans & Advances From Related Parties	-	-
6	Long Term Maturities of Finane lease obligation	-	-
7	Loans From Directors	-	-
8	**Other Loans**	-	-
	Total	**-**	**-**

Note : 4 Deferred Tax Liabilities (Net)

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Deferred Tax Liability	-	18,176.00

	Total	**-**	**18,176.00**

Note : 5 Other Long Term Liabilities

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Others Payable	37,530,821.00	101,212,496.00
	Total	**37,530,821.00**	**101,212,496.00**

Note : 6 Long Term Provisions

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Provision from Employement Benefit	-	-
2	Other	-	-
	Total	**-**	**-**

Note : 7 Short Term Borrowings

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	**Loan Repayable on Demand**		
	- From Bank	-	-
	- From Other Parties	-	-
2	Loans & Advances From Related Parties	-	-
3	Depsoits	-	-
4	Others	4,654,165.00	7,879,521.00
	Total	**4,654,165.00**	**7,879,521.00**

Note : 8 Trades Payable

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Trade Payables	9,116,028.00	6,628,736.00
2	B K Enterprises	-	-

	Total	**9,116,028.00**	**6,628,736.00**

Note : 9 Other Current Liabilities

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Audit Fees Payable	30,000.00	15,000.00
2	TDS Payable	60,130.00	213,632.00
3	Salary Payable	308,107.00	113,120.00
4	Other Payable	591,478.00	250,000.00
	Total	**989,715.00**	**591,752.00**

Note : 10 Short Term Provisions

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	**Provision From Employees Benefit**	-	-
2	**Others**		
	Provision For Income Tax	502,893.00	275,497.00
	Total	**502,893.00**	**275,497.00**

VKJ INFRADEVELOPERS LTD

M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre,Gautam Nagar Road, Yusuf Sarai, Delhi - 110049

CIN: U45400DL2010PLC200014

Notes Forming Part of the Balance Sheet

Note : 11 Fixed Assets

		Gross Block				Depreciaton				Net Block	
Sr. No	**Particulars**	**Value as on 01.04.2014**	**Addition during the year**	**Deduction during the year**	**Value as on 31.03.2015**	**Value as on 01.04.2014**	**Addition during the year**	**Deduction during the year**	**Value as on 31.03.2015**	**WDV as on 31.03.2015**	**WDV as on 31.03.2014**
I	**Tangible Assets**										
1	**Computer**	305,068.00	-	-	305,068.00	141,066.88	80,984.86	-	222,051.74	83,016.26	164,001.12
	TOTAL	**305,068.00**	**-**	**-**	**305,068.00**	**141,066.88**	**80,984.86**	**-**	**222,051.74**	**83,016.26**	**164,001.12**
2	**Furnitures & Fixtures** Furnitures & Fixtures	763,162.00	-	-	763,162.00	173,409.81	162,206.54	-	335,616.35	427,545.65	589,752.19
	TOTAL	**763,162.00**	**-**	**-**	**763,162.00**	**173,409.81**	**162,206.54**	**-**	**335,616.35**	**427,545.65**	**589,752.19**
3	**Plant & Machinery** Plant & Machinery	271,784.00	-	-	271,784.00	76,649.24	59,146.76	-	135,795.99	135,988.01	195,134.76
	TOTAL	**271,784.00**	**-**	**-**	**271,784.00**	**76,649.24**	**59,146.76**	**-**	**135,795.99**	**135,988.01**	**195,134.76**
4	HP Printer	17,400.00	-	-	17,400.00	972.49	7,608.70	-	8,581.20	8,818.80	16,427.51
	TOTAL	**17,400.00**	**-**	**-**	**17,400.00**	**972.49**	**7,608.70**	**-**	**8,581.20**	**8,818.80**	**16,427.51**

	SUB TOTAL (A)	**1,357,414.00**	**-**	**-**	**1,357,414.00**	**392,098.42**	**309,946.86**	**-**	**702,045.28**	**655,368.72**	**965,315.58**
II	**Intangible Assets**										
	SUB TOTAL (B)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	Total [A + B] (Current Year)	**1,357,414.00**	**-**	**-**	**1,357,414.00**	**392,098.42**	**309,946.86**	**-**	**702,045.28**	**655,368.72**	**965,315.58**
(Previous Year)		**1,340,014.00**	**17,400.00**	**-**	**1,357,414.00**	**119,926.98**	**272,171.44**	**-**	**392,098.42**	**965,315.58**	**1,220,087.00**

VKJ INFRADEVELOPERS LTD

M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre,Gautam Nagar Road, Yusuf Sarai, Delhi - 110049

CIN: U45400DL2010PLC200014

Notes Forming Part of the Balance Sheet

Note : 12 Non Current Investment

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Investment in Property	-	-
2	Investment in Equity Instrument	55,800,000.00	93,404,700.00
3	Other Investment	-	-
4	Investment in Mutual Fund	-	-
5	Investment in Partnership Firm	-	-
	Total	**55,800,000.00**	**93,404,700.00**

Note : 13 Deferred Tax Assets (Net)

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Deferred Tax Assets	35,527.00	-
	Total	**35,527.00**	**-**

Note : 14 Long Term Loans and Advances

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
I)	**Capital Assets**		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-

II)	**Security Deposit** a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
III)	**Loans & Advances to related parties**	-	-
IV)	**Other Loans & Advances**	185,831,551.18	248,678,168.00
	Total	**185,831,551.18**	**248,678,168.00**

Note : 15 Other Non Current Assets

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Long Term Trade Recievables a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
2	Others Security Deposit Misc Expenditure	- 1,275,000.00 2,302,334.00	- 1,275,000.00 2,951,476.00
	Total	**3,577,334.00**	**4,226,476.00**

Note :16 Current Investment

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Investment in Equity	-	-
2	Investment in Prefrence Shares	-	-
3	Investment in Govt Securities	-	-
4	Investment in debentures & Bonds	-	-
5	Investment in Mutual Fund	-	-
6	Investment in Partnership Firm	-	-

7	Others FDR & Accrued Interest	-	-
	Total	**-**	**-**

Note : 17 Inventories

Sr. No	Particulars	As at 31.03.2015	31.03.2011
1	Raw Material	-	-
2	Work-in-Progress	-	-
3	Finished Goods	-	-
4	Stock-in-Trade	-	-
5	Stores & Spares	-	-
6	Loose Tools	-	-
7	Other (Specify the nature)	-	-
8	Goods-in-transit	-	-
	Total	**-**	**-**

Note : 18 Trade Recievables

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	**Outstanding for more than six months**		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
2	**Others**		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	14,117,676.29	9,861,557.00
	c) Doubtful	-	-
	Total	**14,117,676.29**	**9,861,557.00**

Note : 19 Cash & Cash Equivalent

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	**Cash-in-Hand**		
	Cash Balance	283,423.00	2,103,014.21
			-
	Sub Total (A)	283,423.00	2,103,014.21
2	**Bank Balance**		
	HDFC Bank	610,856.86	148,612.76
	Sub Total (B)	610,856.86	148,612.76
3	**Cheques on Hand (C)**	-	-
	Total [A + B + C]	**894,279.86**	**2,251,626.97**

Note :20 Short Terms Loans and Advances

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Loans & Advances from related parties		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
2	Others	49,400,807.00	15,059,850.00
	Total	**49,400,807.00**	**15,059,850.00**

Note : 21 Other Current Assets

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	TDS	81,244.00	308,022.00
2	TDS FY-2014-15	1,551,959.00	-
3	CENVAT Credit	1,915.80	-
	Total	**1,635,118.80**	**308,022.00**

VKJ INFRADEVELOPERS LTD

M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre,Gautam Nagar Road, Yusuf Sarai, Delhi - 110049

CIN: U45400DL2010PLC200014

Notes Forming Part of the Profit & Loss Statement

Note : 22 Other Income

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Interest (Others)	3,261,336.00	1,400,060.00
2	Other Income		161,010.00
	Total	**3,261,336.00**	**1,561,070.00**

Note : 23 Cost of Material Consumed

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Purchases	46,616,028.00	19,787,566.00
	Total	**46,616,028.00**	**19,787,566.00**

Note : 24 Change in Inventories

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Closing Stock	-	-
2	Opening Stock	-	-
	Total	**-**	**-**

Note : 25 Employement Benefit Expenses

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Remuneration to Director	300,000.00	-
2	Staff Welfare Expenses	152,410.00	60,559.00
3	Salary	1,857,451.00	966,920.00
	Total	**2,309,861.00**	**1,027,479.00**

Note :26 Financial Cost

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Bank Interst	-	-
	Total	**-**	**-**

Note : 27 Depreciation & Amortised Cost

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	Depreciation	309,946.86	272,171.44
	Total	**309,946.86**	**272,171.44**

Note : 28 Other Expenses

Sr. No	Particulars	As at 31.03.2015	As at 31.03.2014
1	**Administrative Expenses:**		
	Bank Charges	1,460.68	1,725.24
	Accounting Charges	60,000.00	84,000.00
	Office Exp.	89,310.00	82,056.00
	Office Rent	136,600.00	-
	Conveyance	125,630.00	67,743.00
	Repair & Maint.	10,147.00	2,500.00
	Printing & Stationary	58,088.00	37,179.00
	Filling Fees	62,548.00	203,514.00
	Misc. Expenses	295,981.14	87,279.00
	Audit Fees	15,000.00	15,000.00
	Advertisiment Exps.	345,305.00	143,436.00
	Business Promotion	545,888.00	97,611.00
	Dmat Charges	-	1,100.00
	Market Making Charges	217,248.00	79,899.00
	Professional Expenses	155,076.20	136,972.00
	Telephone Exps.	35,761.00	36,964.00
	Travelling Exps.	266,191.00	51,434.00
	Expenses Written off	760,051.00	737,870.00
	Commission Exps	500,000.00	-
	Custodian Fees	38,519.00	-
	Website exps	4,700.00	-
	Total [A + B]	**3,723,504.02**	**1,866,282.24**

VKJ INFRADEVELOPERS LTD

M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre,Gautam Nagar Road, Yusuf Sarai, Delhi - 110049

CIN: U45400DL2010PLC200014

Notes Forming Part of the Balance Sheet

Note : 29 SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS

A- SIGNIFICANT ACCOUNTING POLICIES

1 Basis of Accounting

The financial statements are prepared under the historical cost convention on the concept of a going concern, in accordance with the Generally Accepted Accounting Principles and mandatory Accounting Standards as notified under Rule 7 of the Companies (Accounts) Rules, 2014 which is similar to provisions and presentational requirements of the Companies Act, 2013.

2 Changes in Accounting policies

The accounting policies adopted are consistent with those of previous financial year. The management assures that there has been no change in accounting policies as compared to that of previous year which would have any significant effect on these financials.

3 Recognition of Income

Sales represents invoiced Value of goods Sold. Other Income is recognised and accounted for on accrual basis unless otherwise stated.

4 Tangible Fixed Assets

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

4 (A)- Depreciation on tangible fixed assets

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written Down Value (WDV) Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

5 Taxes on Income

Current tax is determined and provided for on the amount of taxable income at the applicable rates for the relevant financial year. Deferred Tax Assets and Liabilities (DTA/ DTL) are recognised, subject to consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and is capable of reversal in one or more subsequent periods.The DTA is recognised only to the extent that there is reasonable certainty of sufficient future profits against which such DTA can be realised.

6 Contingent Liability

The contingent liabilities, if any, are disclosed in the Notes to Accounts. Provision is made in the accounts, if it becomes probable that there will be outflow of resouces for settling the obligation.

7 Events occurring after the balance sheet date

Adjustments to assets and liablities are made for events occurring after the balance sheet date to provide additional information materially affecting the determination of the amounts of assets or liabilities relating to conditions existing at the balance sheet date.

8 Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year/ period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year/ period.

9 Use of estimates

The preparation of financial statements, in conformity with generally accepted accounting principles, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities on the date of the financial statements and the results of operations during the reporting year. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

10 Foreign Currency Transaction

Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction. Monetary items denominated in foreign currencies at the year end are translated at the rate ruling at the year end rate. There are no any foreign currency transaction occured during the year.

B- NOTES TO THE ACCOUNTS

1) The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary.

2) All the investments made by the company are valued at Cost .

3)

Managerial Remuneration: 300,000.00

4) The company does not have inventory as per AS-2.

5) Deffered tax arising on account of timing differeance and which are capable of reversal in one or more subsequent periods is recognised using the tax rates and tax laws that have been enacted or substantively enacted. Deffered tax assests are recognised unless there is virtual certainty with respect to the reversal of the same in future years.

6) All schedules annexed to and form integral part of the Balance Sheet and Profit & Loss Account.

7) Minimum Alternative Tax (MAT) is recognised as an asset only when and to the extent there is convicing evidence that the company will pay normal income tax during the specefied period. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entilement to the extent there is no longer convicing evidence to the effect that company will pay normal Income Tax during the specified period.

8) Value of Import on CIF Basis Nil

9) Earnings in Foreign Exchange (FOB Value) Nil

10) Expenditure in Foreign Currency Nil

11) *Earning Per Share:*

Particulars	**As at 31.03.2015**
Net profit after tax available for Equity Shareholders (Rs.) (A)	1004503.30
Weighted Avg.Number Equity Shares outstanding (Nos.) (B)	17849770
Dilutive potential Equity Shares (Nos.)	0
Dilutive shares outstanding (Nos.) (C)	17849770
Nominal value per Equity Shares (Rs./ Share)	10
Basic Earnings per share (Rs./ Share) (A) / (B)	0.06
Diluted Earnings per share (Rs./ Share) (A) / (C)	0.06

As per our report of even date attached.

AGRAWAL GOYAL & CO.
Chartered Accountants

For VKJ Infradevelopers Ltd.

Sd/-
CA Saroj Kumar Thakur
Partner

Membership No. : 524561
FRN: 004977C

Sd/-
Arun Kumar Chalukya
(Director)

DIN: 05167558

Sd/-
Manoj Kumar
(Director)
DIN: 06590962

PLACE : Delhi
DATE : 30.05.2015

VKJ INFRADEVELOPERS LIMITED

Regd Office: M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre, Gautam Nagar Road, Yusuf Sarai, New Delhi-110049
CIN: L45400DL2010PLC200014; Website: www.vkjinfra.com ; E-mail: vkjinfradevelop@yahoo.com ;Ph: 011-32319722

Form No. MGT-11
Proxy form
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID	DP ID

Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 06th Annual General Meeting of the company, to be held on Friday, the 25th day of September, 2015 at 9:30 a.m. at Hari Dham Dharamshala, Hari Mandir, Outram Lines, Kingsway Camp, New Delhi – 110009 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(S)	I /we assent to the Resolution (FOR)	I /we dissent to the Resolution (AGAINST)
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the Financial year 31st March, 2015		
2.	To appoint a director in place of **Mr. Arun kumar Chalukya(DIN: 05167558),** who retires by rotation and being eligible, offers himself for re-appointment.		
3.	Re-appointment of **M/s Agrawal Goyal & Co., Chartered Accountants (FRN: 004977C)** as Statutory Auditors & fixing their remuneration		
3.	To appoint **Ms. Asha Rani (DIN: 06842453)** as an Independent Director		

*** Applicable for investors holding shares in Electronic form.**

Affix Revenue Stamps

Signed this ___day of _____20___

Signature of Shareholder **Signature of Proxy holder** **Signature of the shareholder across Revenue Stamp**

Note:
1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
2) The proxy need not be a member of the company.

VKJ INFRADEVELOPERS LIMITED

Regd Office: M-161/B, Ground Floor, Kalka Bhawan, Commercial Centre, Gautam Nagar Road, Yusuf Sarai, New Delhi-110049
CIN: L45400DL2010PLC200014; Website: www.vkjinfra.com ; E-mail: vkjinfradevelop@yahoo.com ;Ph: 011-32319722

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

Full name of the members attending _____

(In block capitals)

Ledger Folio No./Client ID No. _____ No. of shares held: _____

Name of Proxy _____

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the 06th Annual General Meeting of the VKJ Infradevelopers Ltd. at Hari Dham Dharamshala, Hari Mandir, Outram Lines, Kingsway Camp, New Delhi – 110009 on Friday, the 25th Sep, 2015 at 9:30 A.M.

(Member's /Proxy's Signature)

Note:

1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.

2) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.

3) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.