

JIGYASA INFRASTRUCTURE LIMITED

ANNUAL REPORT

2014-15

COMPANY INFORMATION

BOARD OF DIRECTORS

Executive Director (Whole-time Director)	
	Shri Sanjay Kumar Singh
Non-Independent Director (Non-executive Director)	
	Shri Umesh Vaindil
Independent Director (Non-executive Director)	
	Shri Daya Kishan
Independent Director (Non-executive Director)	
	Smt. Geeta Devi

COMPLIANCE OFFICER

Shri Sanjay Kumar Singh, Director

BANKERS

HDFC Bank Limited

STATUTORY AUDITORS

**Honey Marwah,
Chartered Accountants
22, Naveen Apartment, Sainik Vihar,
Pitampura, Delhi- 110034
Tel: +91 9582259647, 9899216524
Email: shriradhey14@gmail.com
Membership No: 524815
FRN: 027420N**

CORPORATE IDENTIFICATION NUMBER (CIN)

U45200DL2008PLC177821

REGISTERED OFFICE

**108-109 Vardhman Appenzerl Plaza,
Mayur Vihar - III
Delhi-110096**

REGISTER AND TRANSFER AGENT

BEETAL FINANCIAL & COMPUTER SERVICES PVT LIMITED

Beetal House, 99, Madangir, Behind Local Shopping Centre,
Near Dada Harsukh Dass Mandir, New Delhi 110062
Tel Nos.: +91 11 29961281/82
Fax No.: +91 11 29961284
Email: beetalrta@gmail.com
Website: www.beetalfinancial.com
Contact Person: Mr. Punit Mittal
SEBI Registration: INR000000262

STOCK EXCHANGES WHERE COMPANY'S SHARES ARE LISTED

BSE LIMITED

P.J Towers,
Dalal Street,
Mumbai -400001

ANNUAL GENERAL MEETING

Date: 30.09.2015
DAY & TIME: Wednesday, 10.15 A.M
VENUE: 108-109, Vardhman Appenzerl Plaza, Mayur Vihar – Phase III, Delhi – 110096.

Contents

S. NO	CONTENT
1.	<i>Notice</i>
2.	<i>Director's Report</i>
3.	<i>Extract to Annual Report</i>
4.	<i>Corporate Governance Report</i>
5.	<i>Management Discussion and Analysis Report</i>
6.	<i>Auditors' Report</i>
7.	<i>Balance Sheet</i>
8.	<i>Profit and Loss Account</i>
9.	<i>Cash Flow Statement</i>
10.	<i>Notes on the Balance Sheet & Profit and Loss Account</i>
11.	<i>Route Map for Annual General Meeting</i>
12.	<i>Attendance Slip/ Proxy Form</i>

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the seventh Annual General Meeting of the members of Jigyasa Infrastructure Limited will be held on Wednesday, 30th September, 2015 at 10:15 A.M. at the registered office of the company situated at 108-109, Vardhman Appenzerl Plaza, Mayur Vihar – Phase III, Delhi – 110096 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss Account, Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditor's thereon.
2. To Re-appointment of Mr. Umesh Vaindil, who retires by rotation and being eligible offers himself for Re-appointment.
3. To Re-appointment of M/s Honey Marwah & Associates, Chartered Accountant (Firm Registration No-027420N) as statutory auditor of the Company and to fix their remuneration.

Dated: 02.09.2015
Place: New Delhi

For and on behalf of board of
Jigyasa Infrastructure Limited
Sd-
Sanjay Kumar Singh
Director
DIN No: 06793460
Address: 9/2788, Gali No.-3,
Kaiash Nagar, Delhi 110031

NOTES

1. 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.

2. 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.
3. Members holding shares in physical form are requested to notify change in address, if any, under their signatures to Beetal House, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukh Dass Mandir, New Delhi-110062. Members holding shares in electronic form may update such details with their respective Depository Participants.
4. Pursuant to Section 91 of the Companies Act, 2013, The Share Transfer Books and Members Register of the Company will remain closed from 28th September, 2015 to 30th September, 2015 (both days inclusive).
5. Members seeking any information regarding accounts should write to the Company at least seven days before the date of the meeting so as to enable the management to keep the information ready.
6. 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.
7. Members are required to bring their admission slip along-with copy of the Annual Report at the Annual General Meeting.

Dated: 02.09.2015
Place: New Delhi

**For and on behalf of board of
Jigyasa Infrastructure Limited
Sd-
Sanjay Kumar Singh
Director
DIN No: 06793460
Address: 9/2788, Gali No.-3,
Kaiash Nagar, Delhi 110031**

DIRECTORS' REPORT TO THE MEMBERS

Your Directors have great pleasure in presenting the seventh Annual Report together with the Audited Accounts of the Company for the year ended at 31st March, 2015.

FINANCIAL RESULTS

The summarized performance of the Company for the years 2014-15 and 2013-14 is given below:

(Rupees in Lacs)

Particulars	For Financial Year Ended	
	31st March, 2015	31st March, 2014
Total Income	271.30	201.01
Total Expenditure	264.76	195.14
Profit before Tax	6.54	5.87
Less: Tax Expense	2.02	1.86
Profit/(Loss) adjusted	-	-
Profit/(Loss) carried to Balance Sheet	4.52	4.01

RESULTS OF OPERATIONS

Operating in a volatile and uncertain environment, the Company demonstrated the resilience of its business model. The Company delivers robust profits in the financial year 2014-15. The highlights of the Company's performance are as mentioned above.

DIVIDEND

The Directors have not recommended any dividend for the financial year 2014-15 in view of the requirement of funds for expansion of the business.

DIRECTORS

During the year under Review, there is no change in the Board of Directors.

STATE OF COMPANY AFFIARS

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

CHANGE IN THE NATURE OF BUSINESS

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

LISTING OF EQUITY SHARES ON BSE LIMITED

The Company has been listed with 1,25,36,500 Equity Shares having face value of Rs. 10/- each on SME ITP platform of BSE Limited and Trading Approval has been granted on April 21, 2015.

STATUTORY AUDITOR AND HIS REPORT

At the Annual General Meeting held on September 30, 2014, **Honey Marwah & Associates.**, Chartered Accountants, were appointed as Statutory Auditors of the Company till the conclusion of next annual general meeting. In terms of the section 139 of the Companies Act, 2013, **Honey Marwah & Associates.**, Chartered Accountants appointed as the statutory auditor of the company from the conclusion of this annual general meeting till the conclusion of 12th annual general meeting of the company. In this regard the Company has received a Certificate from the Auditors to the effect that if they are appointed it would be in accordance with the provision of section 141 of the Companies Act, 2013. The Report given by the Statutory Auditors for the Financial Statements for the year ended March 31, 2015 read with explanatory notes thereon do not call for any explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

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

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.

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.

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

The provisions of Section 217 (1) (e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988 are not applicable to the Company. Therefore, the information relating to conservation of energy or technology absorption etc. is not given. There has been no foreign exchange earnings and outgo during the year under Report.

SUBSIDIARY COMPANIES

The Company does not have any subsidiary; hence no consolidated financial statements have been prepared.

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No material changes and commitments affecting the Financial Position of the Company which have occurred between the end of the Financial year of the Company to which the Financial Statement relate and the date of this report.

DIRECTORS RESPONSIBILITY STATEMENT

As required by Section 134 (3) (c) of the Companies Act, 2013, your Board of Directors hereby state:

- a. in the preparation of the annual accounts for the financial year ended on 31st March, 2015, 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;
- e. the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- 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.

INDEPENDENT DIRECTORS' MEETING

During the year under review, the Independent Directors met on March 31, 2015, inter alia, to discuss:

- Evaluation of the performance of Non-independent Directors and the Board of Directors as a whole.
- Evaluation of the performance of the chairman of the Company, taking into account the views of the Executive and Non-executive directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
- All the Independent Directors were present at the Meeting.

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.

FAMILIARIZATION PROGRAMME

The Company at its various meetings held during the Financial year 2014 -15 had familiarize the Independent Directors with regard to the roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the Business models of the Company etc. The Independent Directors have been provided with necessary documents, reports and internal policies to familiarize then with the Company's policies, procedures and practices.

Periodic presentations are made to the Board and Board Committee meeting on Business and performance updates of the Company, Business strategy and risks involved.

Quarterly updates on relevant statutory changes and judicial pronouncements and encompassing important amendments are briefed to the Directors.

ALLOTMENT OF PREFERENTIAL SHARES

During the under Review, The Company had made a Preferential Issue of 2,00,000 Equity Share of Rs. 10/- each at a Price of Rs. 25/- each (including Premium @ Rs. 15/- Per Share).

CHANGES IN THE KEY MANAGERIAL PERSONNEL

During the year under Review, No change taken place in the Key Managerial Personnel.

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.

DISCLOSURES RELATED TO BOARD, COMMITTEES AND POLICIES**a) Board Meetings**

During the year, 13 (Thirteen) Board Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

b) Board Evaluation

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an Annual Performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its various Committees. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board excluding the Directors being evaluated.

c) Audit Committee

The Board has well-qualified Audit Committee with majority of Independent Directors including Chairman. They possess sound knowledge on Accounts, Audit, Finance, Taxation, Internal Controls etc. During the year, there are no instances where the Board had not accepted the recommendations of the Audit Committee.

COMPOSITION AND ATTENDANCE AT MEETINGS:

1. Mr. Daya Kishan
2. Ms. Geeta Devi
3. Sanjay Kumar Singh

During the year ended on 31st March, 2015, the composition of Audit Committee has been as under:

Name of Director	Designation	Category	No. Of Meeting Attended
Mr. Daya Kishan	Chairman	Non Executive and Independent Director	5
Ms. Geeta Devi	Member	Non Executive and Independent Director	5
Mr. Sanjay Kumar Singh	Member	Executive Director	5

During the financial year 2014-15, Five (5) meeting of Audit Committee was held.

(d) Stakeholders 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".

COMPOSITION AND ATTENDANCE AT MEETINGS:

1. Ms. Geeta Devi
2. Mr. Umesh Vandil
3. Mr. Daya Kishan

During the year ended on 31st March, 2015, the composition of Stakeholders Relationship Committee has been as under:

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

Name of Director	Designation	Category	No. Of Meeting Attended
Ms. Geeta Devi	Chairman	Non Executive and Independent Director	5
Mr. Umesh Vandil	Member	Non Executive and Non Independent Director	5
Mr. Daya kishan	Member	Non Executive and Independent Director	5

During the financial year 2014-15, Five (5) meeting of Audit Committee was held.

(e) 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 and reconstituted on 31st March, 2015".

COMPOSITION AND ATTENDANCE AT MEETINGS:

1. Mr. Daya Kishan
2. Ms. Geeta Devi
3. Umesh Vaindil

During the year ended on 31st March, 2015, the composition of Nomination & Remuneration Committee has been as under:

Name of Director	Designation	Category	No. Of Meeting Attended
Mr. Daya Kishan	Chairman	Non Executive and Independent Director	2
Ms. Geeta Devi	Member	Non Executive and Independent Director	2
Mr. Umesh Vaindil	Member	Non Executive and Non Independent Director	2

During the financial year 2014-15, Five (5) meeting of Nomination & Remuneration Committee was held.

f) Risk Management

The Company has laid down the procedures to inform to the Board about the risk assessment and minimization procedures and the Board has formulated Risk management policy to ensure that the Board, its Audit Committee and its Executive Management should collectively identify the risks impacting the Company's business and document their process of risk identification, risk minimization, risk optimization as a part of a risk management policy/ strategy.

The common risks inter alia are: Regulations, Credit Risk, Foreign Exchange and Interest Risk, Competition, Business Risk, Technology Obsolescence, Investments, Retention of Talent and Expansion of Facilities etc. Business risk, inter-alia, further includes financial risk, political risk, legal risk, etc. The Board reviews the risk trend, exposure and potential impact analysis and prepares risk mitigation plans, if necessary.

COMMITTEES OF THE BOARD

The Committees of the Board focus on certain specific areas and make informed decisions in line with the delegated authority. The following substantive Committees constituted by the Board function according to their respective roles and defined scope:

- Audit Committee
- Stakeholder Relationship Committee
- Nomination & Remuneration Committee

CORPORATE GOVERNANCE REPORT

As required under Clause 42 of the Listing Agreements with Stock Exchanges, the Corporate Governance Report is presented in the separate section and forms an integral part of the Directors Report and attached as annexure.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required under Clause 42 of the Listing Agreements with Stock Exchanges, the Management Discussion and Analysis Report is presented in the separate section and forms an integral part of the Directors Report and attached as annexure.

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 below:

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 (Rs. In Lakhs)	% 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. Sanjay Kumar Singh, Whole Time Director	2.4	N.A.	N.A.	N.A.
2.	Mr. Hitesh Kumar Drolia, Company Secretary	1.00	NA	N.A.	N.A.

The number of permanent employees as on 31st March 2015 was 5.

Average of remuneration of employees excluding KMPs – Nil

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

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.

PERSONNEL

The Management-Employees relations remained very cordial throughout the year. Your Directors wish to place on record their appreciation of sincere and devoted services rendered by all the workers and staff at all levels.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

As per the provision of Section 177 (9) of the Companies Act, 2013, the Company is required to establish an effective Vigil Mechanism for Directors and Employees to report genuine concerns. In line with this the Company has framed a Vigil Mechanism Policy through which the Directors and Employees may report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct & Ethics without fear of reprisal.

The Employees and Directors may report to the Compliance Officer and have direct access to the Chairman of the Audit Committee. The Whistle Blower Policy is placed on the website of the Company.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All women employees (permanent, contractual, temporary and trainee) are covered under this Policy.

The following is a summary of Sexual Harassment complaints received and disposed off during the year:

- a. No. of Complaints received: 0
- b. No. of Complaints disposed off: 0

RELATED PARTY TRANSACTIONS

There are no related party transactions in the year under Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year under review, the Company has not given any loans and guarantees. Details of Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the Notes to the Financial Statements.

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 134 (3) (a) of the Companies Act, 2013, Extract of the Annual Return for the financial year ended 31st March, 2015 made under the provisions of Section 92 (3) of the Act in Form MGT -9 is annexed herewith as Annexure -1.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

No Significant and Material orders has been passed by Securities Exchange Board of India, Stock Exchanges, Tribunal or Courts in the year under Report.

HUMAN RESOURCES INDUSTRIAL RELATIONS

The takes pride in the commitment, competence and dedication shown by its employees in all areas of Business. The Company is committed to nurturing, enhancing and retaining top talent through superior Learning and Organizational Development. This is a part of Corporate HR function and is a critical pillar to support the Organization's growth and its sustainability in the long run.

CAUTIONARY STATEMENT

Statements in this Directors Report describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities law and regulations. Actual results could defer materially from those expressed or implied. Important factors that could make difference to the Company's operations include changes in Government regulations, Tax regimes, Economic developments within India and the countries in which the Company conducts Business and other ancillary factors.

ACNOWLEDGEMENT

Your Directors would like to express their appreciation for the assistance and co-operation received from the cooperative banks, Government Authorities, customers, vendors and, members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executive's, Staff.

Dated: 02.09.2014
Place: New Delhi

For and on behalf of board of
Jigyasa Infrastructure Limited

Sd-
Umesh Vaindil
Director
DIN No: 06789400
J&K-135, J&K Block
Laxmi Nagar, Delhi 110092

Sd-
Sanjay Kumar Singh
Director
DIN No: 06793460
9/2788, Gali No.-3
Kaish Nagar Delhi 110031

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2015

Annexure - 1

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	U45200DL2008PLC177821
2.	Registration Date	08/05/2008
3.	Name of the Company	JIGYASA INFRASTRUCTURE LIMITED
4.	Category/Sub-category of the Company	Company limited by shares/ Indian Non-Government Company.
5.	Address of the Registered office & contact details	108-109, Vardhman Appenzerl Plaza, Mayur Vihar – III, Delhi- 110096 Email Id : jigyasainfra@yahoo.com, Contact No. 011 - 32318522
6.	Whether listed company	Listed w.e.f 21.04.2015
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	BEETAL FINANCIAL & COMPUTER SERVICES PVT LIMITED Beetal House, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukh Dass Mandir, New Delhi-110062 Tel Nos.: +91 11 29961281/82 Fax No.: +91 11 29961284 Email: beetalrta@gmail.com Website: www.beetalfinancial.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	Our Company Deals in providing civil construction, land & site development services and trading of construction materials.	612	100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO	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)

[JIGYASA INFRASTRUCTURE LIMITED]

Annual Report 2014-2015

e) Any other		-	-	-	-	-	-	-	-
Sub-total (A)(2)					-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	32,10,000	-	32,10,000	26.02	32,10,000	-	32,10,000	25.61	0.41
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) Alternate Investment Funds/Venture Capital Funds	500000	-	500000	4.05	200000	-	200000	1.60	2.45
i) Others (specify) Merchant					-	-	-	-	

[JIGYASA INFRASTRUCTURE LIMITED]

Annual Report 2014-2015

Banker									
Sub-total (B)(1):-	500000		500000	4.05	200000	-	200000	1.60	2.45
2. Non- Institutions									
a) Bodies Corp.	400000		400000	3.24	1855350	-	1855350	14.80	11.60
i) Indian					-	-	-	-	
ii) Overseas	-	-	-	-	-	-	-	-	
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	2856000	3250000	6106000	49.49	6718400	-	6718400	53.59	4.10
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1065800	1054700	2120500	17.19	-	-	-	-	17.19
c) Others (specify)					-	-	-	-	-
Hindu Undivided Family	-	-	-	-	552750	-	552750	4.41	4.41
Trusts									
Sub-total (B)(2):-	4321800	4304700	8626500	69.93	9126500	-	9126500	72.80	2.87

Total Public Shareholding (B)=(B)(1)+(B)(2)	4821800	4304700	9126500	73.98	9326500	-	9319000	74.39	0.35
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	
Grand Total (A+B+C)	8031800	4304700	12336500	100	12536500		12529000	100	Nil

ii) Shareholding of Promoters-

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Umesh Vaindil	2,00,000	1.62	-	2,00,000	1.60	-	NIL
2	Antheia Trade Services Pvt. Ltd.	30,10,000	24.40	-	30,10,000	24.01	-	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	Umesh Vaindil	2,00,000	1.62	2,00,000	1.62

2	Antheia Trade Services Pvt Ltd	3010000	24.40	3010000	24.40
	At the end of the year				
1	Umesh Vaindil	2,00,000	1.60	2,00,000	1.60
2	Antheia Trade Services Pvt Ltd	3010000	24.01	3010000	24.01

*There is no Change in Promoter's Shareholding during the Financial Year. There is change in percentage due to issue Shares on preferential issue.

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.	UNICON CAPITAL SERVICES PRIVATE LIMITED				
	At the beginning of the year	500000	3.99	-	-
	At the end of the year	500000	3.99	500000	3.99
2.	VKJ INFRADEVELOPERS LIMITED				
	At the beginning of the year	400000	3.19	-	-
	At the end of the year	400000	3.19	400000	3.19
3.	NEXT ORBIT VENTURES FUND				
	At the beginning of the year	500000	3.99	-	-
	At the end of the year	200000	1.59	200000	1.59
4.	PRADEEP GUPTA				
	At the beginning of the year	-	-	-	-
	At the end of the year	175000	1.39	175000	1.39
5.	TRUCKLING VINMAY TRADING PRIVATE LIMITED				
	At the beginning of the year	-	-	-	-

	At the end of the year	121100	0.96	121100	0.96
6.	MURLIDHARGIRIDHAR TRADING PRIVATE LIMITED				
	At the beginning of the year	6700	0.05	-	-
	At the end of the year	120250	0.96	120250	0.96
7.	HIGH SPEED DISTANCE MOVERS PRIVATE LIMIT				
	At the beginning of the year	-	-	-	-
	At the end of the year	120000	0.96	120000	0.96
8.	VIRAL VIJAY PATEL				
	At the beginning of the year	120000	0.96	-	-
	At the end of the year	120000	0.96	120000	0.96
9.	PARSHOTTAMBHAI NARAYANBHAI PATEL				
	At the beginning of the year	120000	0.96	-	-
	At the end of the year	120000	0.96	120000	0.96
10.	VIJAY PARSHOTTAMBHAI PATEL				
	At the beginning of the year	120000	0.96	-	-
	At the end of the year	120000	0.96	120000	0.96

Note: The change in the shareholding in the above shareholders was due to buying/selling of shares by the shareholders on various dates. The Company has not allotted any shares, issued bonus/sweat equity during the year.

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

1.	UMESH VAINDIL (Director)				
	At the beginning of the year	2,00,000	1.62	-	-
	At the end of the year	2,00,000	1.60	2,00,000	1.60

V) INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment: N.A.

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		<i>Managing Director</i>	Mr. Sanjay Kumar Singh, <i>Whole-time Director</i>	Manager	NIL
1	Gross salary	NA	240000	NA	240000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NA	NIL	NA	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NA	NIL	NA	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NA	NIL	NA	NIL
2	Stock Option	NA	Nil	NA	NIL
3	Sweat Equity	NA	Nil	NA	NIL
4	Commission - as % of profit - others, specify...	NA	Nil	NA	NIL
5	Others, please specify	NA	Nil	NA	NIL
	Total (A)	NA	240000	NA	240000
	Ceiling as per the Act	NA	Nil	NA	NIL

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	-	-	-	-
	Fee for attending board committee meetings	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil

	Total (1)	Nil	Nil	Nil	Nil
2	Other Non-Executive Directors				
	Fee for attending board committee meetings	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil
	Total (B)=(1+2)	Nil	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil	Nil
	Overall Ceiling as per the Act	Nil	Nil	Nil	Nil

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	CEO	100000	CFO	100000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NA	Nil	NA	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NA	Nil	NA	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NA	Nil	NA	Nil
2	Stock Option	NA	Nil	NA	Nil
3	Sweat Equity	NA	Nil	NA	Nil
4	Commission				
	- as % of profit	NA	Nil	NA	Nil
	others, specify...	NA	Nil	NA	Nil
5	Others, please specify	NA	Nil	NA	Nil
	Total	NA	100000	NA	100000

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

CORPORATE GOVERNANCE**1. PHILOSOPHY**

The Company's philosophy on Corporate Governance has been developed with a tradition of fair and transparent governance even before they were mandated by the legislation. Transparency, integrity, professionalism and accountability - based values form the basis of the Company's philosophy for Corporate Governance. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's expectations. Your company has fulfilled all the existing guidelines under Clause 42 of the listing agreement.

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 Last AGM	Number of Membership Committee in other Limited Company	Number of Chairmanship/Directorship Committee in other Limited Company
Sanjay Kumar Singh	Whole Time Director, Executive Director	Yes	Nil	Nil
Geeta Devi	Non Executive and Independent Director	Yes	4	2
Umesh Vaindil	Non Executive and Non Independent Director	Yes	Nil	Nil
Daya Kishan	Non Executive and Independent Director	Yes	1	Nil

2 (A) BOARD MEETINGS

During the year under review, Thirteen [13] Board Meetings were held on the following dates:

01.04.2014, 03.04.2014, 16.06.2014, 03.09.2014, 14.11.2014, 17.11.2014, 21.11.2014, 19.01.2015, 13.03.2015, 17.03.2015, 21.03.2015, 23.03.2015 and 30.03.2015.

3. COMMITTEE OF THE BOARD**3(A) Audit Committee**

The Board has constituted the Audit Committee, and the Stakeholders Relationship 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 AND ATTENDANCE AT MEETINGS:

- 1. Mr. Daya Kishan**
- 2. Ms. Geeta Devi**
- 3. Mr. Sanjay Kumar Singh**

During the year ended on 31st March, 2015, the composition of Audit Committee has been as under:

Name of Director	Designation	Category	No. Of Meeting Attended
Mr. Daya Kishan	Chairman	Non Executive and Independent Director	5
Ms. Geeta Devi	Member	Non Executive and Independent Director	5
Mr. Sanjay Kumar Singh	Member	Executive Director	5

During the financial year 2014-15, Five (5) meetings of Audit Committee had been held on 30.04.2014, 16.06.2014, 03.09.2014, 14.11.2014 and 19.01.2015.

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

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) Stakeholders 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".

COMPOSITION AND ATTENDANCE AT MEETINGS:

1. Ms. Geeta Devi
2. Mr. Umesh Vandil
3. Mr. Daya Kishan

During the year ended on 31st March, 2015, the composition of Stakeholders Relationship Committee has been as under:

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

Name of Director	Designation	Category	No. Of Meeting Attended
Ms. Geeta Devi	Chairman	Non Executive and Independent Director	5
Mr. Umesh Vandil	Member	Non Executive and Non Independent Director	5
Mr. Daya kishan	Member	Non Executive and Independent Director	5

During the financial year 2014-15, Five (5) meetings of Stakeholders Relationship Committee had been held on 30.04.2014, 16.06.2014, 03.09.2014, 14.11.2014 and 19.01.2015.

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 Stakeholders 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

Company has not received any complaint during the financial year 2014-15. 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 and reconstituted on 31st March, 2015".

COMPOSITION AND ATTENDANCE AT MEETINGS:

- 1. Mr. Daya Kishan**
- 2. Ms. Geeta Devi**
- 3. Mr. Umesh Vaindil**

During the year ended on 31st March, 2015, the composition of Nomination & Remuneration Committee has been as under:

Name of Director	Designation	Category	No. Of Meeting Attended
Mr. Daya Kishan	Chairman	Non Executive and Independent Director	2
Ms. Geeta Devi	Member	Non Executive and Independent Director	2
Mr. Umesh Vaindil	Member	Non – Executive & Non-Independent Director	2

During the financial year 2014-15, Two (2) meeting of Nomination & Remuneration Committee had been held on 30.04.2014 and 03.09.2014.

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 42 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.jigyasainfra.com and being send to the Stock Exchange i.e. BSE Limited for their dissemination.

Compliance Officer

Mr. Sanjay Kumar Singh 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	Special Resolution
2014-15	108, Vardhman Appenzerl Plaza, Mayur Vihar, Phase-III, Delhi-110096	Wednesday, 30th September, 2015 at 10.15 A.M	There was no Special Resolution Passed.
2013-2014	108, Vardhman Appenzerl Plaza, Mayur Vihar, Phase-III, Delhi-110096	Tuesday, 30 th September, 2014 at 10:00 A.M	There was no Special Resolution Passed.
2012-2013	Plot No. 31/20, Brijwasan, NewDelhi- 110037	Monday, 30 th September, 2013 at 12:00 P.M	There was no Special Resolution Passed.

2. Extra Ordinary General Meetings

During the year under review, One (1) Extra-ordinary General Meeting was held on 20.11.2014.

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) Whistle Blower Policy

The Company has framed a Code of Conduct for Directors and Senior Management. At present, the Company does not have any formal Whistle Blower Policy. The Directors of the Company affirms that no personnel have been denied access to the Audit Committee.

6(4) 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(5) 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.jigyasainfra.com

8. GENERAL SHAREHOLDERS INFORMATION

The following information would be useful to our shareholders:

Annual General Meeting	
Date	30 th September, 2015
Venue	108, Vardhman Appenzerl Plaza, Mayur Vihar, Phase-III, Delhi- 110096
Time	10.15 A.M
Financial Calendar	
Financial Year	1st April, 2014- 31st March, 2015
Date of Book Closure	28 th September, 2015 To 30 th September, 2015

10. LISTING AT STOCK EXCHANGE

BSE LIMITED
27th 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: INE107Q01011

CDSL: INE107Q01011

11. 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.

12. CATEGORIES OF SHAREHOLDING AS AT 31.03.2015

Promoter	Number of Shares	Percentage (%)
Individual	2,00,000	1.60
Body Corporate	3010000	24.01

Total	3210000	25.61
Public	Number of Shares	Percentage (%)
Individual	6398300	51.03
Body Corporate	2055350	16.39
Hindu Undivided Family	872850	6.96
Total	9326500	74.39
Grand Total	12536500	100

13. DISTRIBUTION SCHEDULE

SHARE OF DEBENTURE HOLDING OF NOMINAL VALUE OF		SHARE/DEBENTURE HOLDING		SHARE/DEBENTURE AMOUNT	
(Rs.)	(Rs.)	Number	% of Total	In Rs.	% of Total
(1)		(2)	(3)	(4)	(5)
Upto	5,000	0	0.00	0.00	0.00
5,001	10,000	0	0.00	0.00	0.00
10,001	20,000	0	0.00	0.00	0.00
20,001	30,000	02	0.62	55,000	0.04
30,001	40,000	07	2.17	2,70,000	0.22
40,001	50,000	33	10.22	16,45,000	1.31
50,001	1,00,000	116	35.91	9,48,700	7.57
1,00,001 and above		165	51.08	1,13,90,800	90.86
TOTAL		323	100.00	12,53,65,000	100.00

14. 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.

15. SHARE REGISTRAR AND TRANSFER AGENTS

BEETAL FINANCIAL & COMPUTER SERVICES PVT LIMITED

Beetal House, 99, Madangir, Behind Local Shopping Centre,
Near Dada Harsukh Dass Mandir,
New Delhi-110062

Tel Nos.: +91 11 29961281/82 **Fax No.:** +91 11 29961284

Email: beetalrta@gmail.com

Website: www.beetalfinancial.com

16. COMPLIANCE OFFICER

Mr. Sanjay Kumar Singh,
9/2788, Gali No.-3, Kaiash Nagar, Delhi -110031,
Tel: +91 11 3231 8522
Website: www.jigyasainfra.com
E-mail: jigyasainfra@yahoo.com

17. Address for Correspondence

JIGYASA INFRASTRUCTURE LIMITED

Regd. Office: 108, Vardhman Appenzerl Plaza,
Mayur Vihar, Phase-III, Delhi- 110096
Tel: +91 11 3231 8522,
Website: www.jigyasainfra.com
E-mail: jigyasainfra@yahoo.com

DECLARATION

As provided under Clause 42 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.

Dated: 02.09.2015
Place: New Delhi

**For and on behalf of board of
Jigyasa Infrastructure Limited
Sd/-
Sanjay Kumar Singh
Director
DIN No: 06793460
9/2788, Gali No.-3**

Kaiash Nagar Delhi 110031

CEO / CFO CERTIFICATE

I, Sanjay Kumar Singh, 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.

Dated: 02.09.2015
Place: New Delhi

For and on behalf of board of
Jigyasa Infrastructure Limited
Sd/-
DIN
No: 06793460
9/2788, Gali No.-3
Kaiaash Nagar Delhi 110031

AUDITORS' CERTIFICATE REGARDING COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

**TO
THE MEMBERS
JIGYASA INFRASTRUCTURE LIMITED**

We have examined the compliance of the conditions of Corporate Governance procedures implemented by JIGYASA INFRASTRUCTURE LIMITED for the year ended on March 31, 2015, as stipulated in Clause 42 of the Listing Agreement entered into with the Delhi Stock Exchange Limited.

The Compliance of the conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion of the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 42 of the above mentioned Listing Agreement.

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

**For HONEY MARWAH & ASSOCIATES
Chartered Accountants**

**CA. HONEY MARWAH
(PROP.)**

**Membership No.: 524815
FRN: 027420N**

**Place: Delhi
Date: 02.09.2015**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT



INDUSTRY STRUCTURE AND DEVELOPMENT

On macroeconomic front the financial year 2014- 15 was among the most challenging years. The policy and governance environment impacted the economic scenario. Persistent inflation resulted in the regulator raising the policy rates leading to a high interest-rate environment.

All these factors contributed towards an industrial slowdown and eventually led to a moderation in GDP growth. Raising capital became more difficult and working capital cycles in most industries increased, resulting in cash flow issues across various sectors. The microfinance sector came to a stand still, owing to regulatory hurdles.

However, in the midst of these challenges, there were certain pockets and segments that continued to thrive. Changing economic and business conditions and rapid technological innovation are creating an increasingly competitive market environment that is driving corporations to transform their operations. Consumers of products and services are increasingly demanding accelerated delivery times and lower prices. Companies are focusing on their core competencies

OPPORTUNITIES AND THREATS

Your Company being an agricultural Company seeks opportunities and making efforts to fully utilized it.

OUTLOOK

The long term objective of the Company is to remain strong player in the market with strong emphasis on product and market development. Your Company is also continuously improving its operational efficiency, and cost control which alone can improve the bottom line in future in highly competitive environment. Further, your Company is hopeful to get advantage of this overall boom likely to happen for the Indian markets and will do all out efforts to secure the bigger share of the increasing market in future.

INTERNAL CONTROL SYSTEMS AND 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.

FINANCIAL AND OPERATIONAL PERFORMANCE

Share Capital

The Paid up Share Capital of the Company as on 31st March, 2015 stands at Rs. 125365000 divided into 12536500 equity shares of Rs. 10/- each fully paid up.

Reserves and Surplus

The Reserves and Surplus is Rs. 8.68 Lacs as on the end of the Current year.

Total Income

During the year under consideration, total income was Rs. 271.30 lacs as against Rs. 195.14 lacs during the previous year.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES

The Company recognizes that its people are the primary source of competitiveness and therefore strives to support and build people capabilities to make them achieve better results. As a result and in view of the current megatrend of globalizing and internationalizing business processes, our HR systems are integrated to develop a continuously learning organization in order to create a win-win situation for both the employees and the organization. By focusing on the most innovative HR practices, the Company continues to function with the aim of attracting, developing and retaining the best talent available. With an aim to be the employer of choice, the Company encourages leadership and commitment through various measures to maintain management quality, improve employee productivity and employee satisfaction through a neutral and congenial organization culture. Our effective HR practices remain flexible, close to the market and mobile to maintain the success of all of its employees in developing their skills- using an integrative approach. Competencies such as performance, results orientation, assertiveness, leadership, reliability, communication and creativity form the basis of these. Building upon these competencies, performance management, talent management, training and development, retention management and culture management are the mainstays of HR and management development within our company. All these aspects work together, are interlinked and thereby contribute to the overall Company strategy. We have continued to preserve pleasant employer-employee relationship and there have been no instances of major strikes, lockouts or any other disruptive labour disputes. We continue to provide better range of benefits to our employees and their dependents, addressing their social security needs. Our effective HR training and development programs focus especially on developing skill and competency. Employees and managers receive help in recognizing, enhancing and applying their individual strengths for the benefit of the organization. We ensure flexible, sustainable HR and succession planning with an increasingly business orientation. The maxim of our values - Caring, Sharing and Growing, brings together all its employees and other stakeholders to the range of Human Resource interface to the internal and the external world. The Company has a policy for Prevention of Sexual harassment which

applies to all employees, associated vendors, Contract Labour and consultants / retainers of the Company at all its establishments. It ensures prevention and deterrence towards commission of acts of sexual harassment and communicates procedures for their resolution, settlement or prosecution. In terms of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has not received any complaint during the calendar year 2015.

There has been no material development on the Human Resources front during the year. As on 31st March, 2015.

The Company continues to lay emphasis on developing and facilitating optimum human performance. Performance management was the key word for the Company this year.

Green Initiatives

Your Company, being committed to policy of sustainable development, has taken several green initiatives which include:

- a. Conducting Paperless Board/ Committee Meetings;
- b. Emailing Annual Reports and other documents to shareholders who have opted for the same on E-mail.

Date: 02.09.2015
Place: New Delhi

By Order of the Board
For JIGYASA INFRASTRUCTURE LIMITED

Sd/-
Sanjay Kumar Singh
DIN 06793460
9/2788, Gali No.-3
Kaiash Nagar Delhi 110031



M/S HONEY MARWAH & ASSOCIATES

Chartered Accountants

INDEPENDENT AUDITORS' REPORT

TO,

THE MEMBERS

M/S JIGYASA INFRASTRUCTURE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **JIGYASA INFRASTRUCTURE LIMITED** (CIN: U45200DL2008PLC177821) ("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 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.

For HONEY MARWAH & ASSOCIATES
Chartered Accountants

CA. HONEY MARWAH
(PROP.)
Membership No.: 524815
FRN: 027420N

Date: 02.09.2015
Place: New Delhi

JIGYASA INFRASTRUCTURE 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 **JIGYASA INFRASTRUCTURE 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 has not accumulated losses at the end of the financial year. The company 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 acquired 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.

For HONEY MARWAH & ASSOCIATES

Chartered Accountants

**CA. HONEY MARWAH
(PROP.)
Membership No.: 524815
FRN: 027420N**

**Date: 02.09.2015
Place: New Delhi**

JIGYASA INFRASTRUCTURE LIMITED

CIN: U45200DL2008PLC177821

Reg. Office: 108-109 Vardhman Appenzerl Plaza, Mayur Vihar - III, Delhi-110096

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			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	1	125,365,000.00	123,365,000.00
(b) Reserves and Surplus	2	4,317,572.69	865,858.23
(c) Money received against share warrants		-	-
<u>(2) Share application money pending allotment</u>			
(a) Share Application Maoney		-	-
<u>(3) Non-Current Liabilities</u>			
(a) Long-term borrowings	3	-	-
(b) Deferred tax liabilities (Net)	4	-	12,305.00
(c) Other Long term liabilities	5	3,537,878.00	4,657,000.00
(d) Long term provisions	6	-	15,576.00
<u>(4) Current Liabilities</u>			
(a) Short-term borrowings	7	-	-
(b) Trade payables	8	9,398,276.00	3,472,573.00
(c) Other current liabilities	9	406,144.00	372,772.00
(d) Short-term provisions	10	270,581.00	284,787.00
Total		143,295,451.69	133,045,871.23
II.Assets			
<u>(1) Non-current assets</u>			
<u>(a) Fixed assets</u>	11		
(i) Tangible assets		668,567.47	1,053,154.51
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	12	-	-
(c) Deferred tax assets (net)	13	56,279.83	-
(d) Long term loans and advances	14	29,250,000.00	29,250,000.00
(e) Other non-current assets	15	737,343.00	983,126.00

<u>(2) Current assets</u>			
(a) Current investments	16	-	-
(b) Inventories	17	-	-
(c) Trade receivables	18	2,610,812.00	10,347,057.00
(d) Cash and cash equivalents	19	425,908.39	2,419,124.72
(e) Short-term loans and advances	20	109,253,315.00	88,701,556.00
(f) Other current assets	21	293,226.00	291,853.00
Total		143,295,451.69	133,045,871.23

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.

HONEY MARWAH & ASSOCIATES
Chartered Accountants

For JIGYASA INFRASTRUCTURE LIMITED

CA. HONEY MARWAH
(PROP.)
Membership No.: 524815
FRN: 027420N

UMESH VAINDIL
(Director)
DIN: 06789400

SANJAY KUMAR SINGH
(Director)
DIN: 06793460

Place : New Delhi
Date : 02.09.2015

JIGYASA INFRASTRUCTURE LIMITED

CIN: U45200DL2008PLC177821

Reg. Office: 108-109 Vardhman Appenzerl Plaza, Mayur Vihar - III, Delhi-110096

Profit and Loss Account 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		24,832,243.00	19,582,166.00
II. Other Income	22	2,298,041.00	518,996.00
III. Total Revenue (I + II)		27,130,284.00	20,101,162.00
IV. Expenses:			
Cost of materials consumed	23	-	-
Purchase of Stock-in-Trade		20,409,899.00	13,283,697.00
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	24	-	-
Employee benefit expense	25	1,142,186.00	844,134.00
Financial costs	26	337.08	1,910.12
Depreciation and Amortization Expense	27	384,587.05	279,419.76
Other expenses	28	4,539,564.41	5,105,057.00
Total Expenses		26,476,573.54	19,514,217.88
V. Profit before exceptional and extraordinary items and tax.	(III - IV)	653,710.46	586,944.12
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		653,710.46	586,944.12
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		653,710.46	586,944.12
X. Tax expense:			
(1) Current tax		270,581.00	199,411.00
(2) Deferred tax Liabilities / (Assets)		(68,585.00)	(13,233.00)
(3) Income tax Adjustment		-	-
(4) Deferred tax Adjustment		-	-
XI. Profit(Loss) from the operations.	(IX-X)	451,714.46	400,766.12
DISCONTINUING OPERATION			
XII. Profit/(Loss) from discontinuing operations		-	-

(before tax)			
XIII. Tax expense of discounting operations		-	-
XIV. Profit/(Loss) balance transferred to Balance Sheet. (XII - XIII)		-	-
XV. Profit/(Loss) for the period (XI + XIV)		451,714.46	400,766.12
XVI. Earning per equity share:			
(1) Basic		0.04	0.04
(2) Diluted		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.

**For JIGYASA INFRASTRUCTURE
LIMITED**

HONEY MARWAH & ASSOCIATES
Chartered Accountants

CA. HONEY MARWAH
(PROP.)
Membership No.: 524815
FRN: 027420N

UMESH VAINDIL	SANJAY KUMAR
(Director)	SINGH
DIN: 06789400	(Director)
	DIN: 06793460

Place : New Delhi
Date : 02.09.2015

JIGYASA INFRASTRUCTURE LIMITED

CIN: U45200DL2008PLC177821

Reg. Office: 108-109 Vardhman Appenzerl Plaza, Mayur Vihar - III, Delhi-110096

Cash Flow Statement for the Year Ended 31.03.2015

(Amounts in Rs.)

PARTICULARS	Amounts As at 31.03.2015	Amounts As at 31.03.2014
<u>(A) CASH FLOW FROM OPERATING ACTIVITIES:-</u>		
1. Net profit before tax	653,710.46	586,944.12
2. <u>Adjustment for:</u>		
<u>Add:</u> Depreciation & Amortisation Expenses	630,370.21	525,200.77
Operating Profit before Working capital changes	1,284,080.67	1,112,144.89
3. <u>Working Capital Changes:</u>		
Decrease (Increase) in Trade & Other Receivables	7,736,245.00	(2,645,682.00)
Decrease (Increase) in Inventories	-	-
Decrease (Increase) in Other Current Assets	(1,373.00)	(153,918.00)
Increase (Decrease) in Trade & Other Payables	5,925,703.00	662,211.00
Increase (Decrease) in Other Current Liabilities	33,372.00	262,222.00
Increase (Decrease) in Provisions	(15,576.00)	15,576.00
Net Changes in Working Capital	13,678,371.00	(1,859,591.00)
<u>Cash Generated from Operations</u>	14,962,451.67	(747,446.11)
Adjustment of Taxes	284,787.00	-
Net Cash Flow from Operating Activities (A)	14,677,664.67	(747,446.11)
<u>(B.) CASH FLOW FROM INVESTING ACTIVITIES:</u>		
Purchase of Fixed Assets	-	(994,090.00)
(Increase) Decrease in Other Non Current Assets	-	(1,228,907.00)
(Increase) Decrease in Long Term Loans & Advances	-	-
(Increase) Decrease in Short Terms Loans & Advances	(20,551,759.00)	(35,479,393.00)
Decrease (Increase) in Current Investments	-	-
Decrease (Increase) in Non Current Investments	-	-
Net Cash Flow from Investing Activities (B)	(20,551,759.00)	(37,702,390.00)

<u>(C.) CASH FLOW FROM FINANCING ACTIVITIES :</u> Issue of Share Capital Preliminary Expenses Incurred (Decrease) Increase in Long Term Liabilities (Decrease) Increase in Other Long Term Liabilities (Decrease) Increase in Long Term Borrowings Increase in Short Terms Borrowings Net Cash Flow from Financing Activities (C) Net Increase / (Decrease) in Cash & Cash Equivalents (A-B+C) Cash and cash equivalents at the beginning of the year / Period Cash and cash equivalents at the end of the year/ Period		
	5,000,000.00 - - (1,119,122.00) - -	38,415,000.00 - (640,000.00) 2,573,166.00 - -
	3,880,878.00	40,348,166.00
	(1,993,216.33)	1,898,329.89
	2,419,124.72	520,794.83
	425,908.39	2,419,124.72
	* 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.

HONEY MARWAH & ASSOCIATES
Chartered Accountants

CA. HONEY MARWAH
(PROP.)
Membership No.: 524815
FRN: 027420N

Place : New Delhi
Date : 02.09.2015

JIGYASA INFRASTRUCTURE LIMITED

UMESH
VAINDIL
(Director)
DIN: 06789400

SANJAY KUMAR
SINGH
(Director)
DIN: 06793460

JIGYASA INFRASTRUCTURE LIMITED

CIN: U45200DL2008PLC177821

Reg. Office: 108-109 Vardhman Appenzerl Plaza, Mayur Vihar - III, Delhi-110096

Notes forming part of the Balance Sheet

Note : 1 Share Capital

Particulars	As at 31.03.2015	As at 31.03.2014
AUTHORIZED CAPITAL 1,25,50,000 Equity Shares of Rs. 10/- each.	125,500,000.00	125,500,000.00
ISSUED 1,25,36,500 Equity Shares of Rs. 10/- each.	125,365,000.00	123,365,000.00
SUBSCRIBED & PAID UP CAPITAL 1,23,36,500 Equity Shares of Rs. 10/- each.	125,365,000.00	123,365,000.00
Total	125,365,000.00	123,365,000.00

Note :1(A) Share Application Money Pending Allotment

Particulars	As at 31.03.2015	As at 31.03.2014
Share Application Money	-	-
Total	-	-

Note : 1(B) Reconciliation of Nos. of Shares

Particulars	As at 31.03.2015	As at 31.03.2014
Reconciliation of Nos. Of Shares		
Number of Equity Shares at the beginning	12,336,500	8,495,000
Add:- Number of Shares Issued	200,000	3,841,500
Number of Equity Shares at the end	12,536,500	12,336,500

Note : 2 Reserve & Surplus

Particulars	As at 31.03.2015	As at 31.03.2014
Securities Premium reserve	450,000.00	450,000.00
Add: Share Premium	<u>3,000,000.00</u>	-
	3,450,000.00	450,000.00
Less: Bonus Share Issued	-	-

	3,450,000.00	450,000.00
Surplus (Profit & Loss Account)		
Op. Balance of Profits & Loss A/C	415,858.23	15,092.11
Current Year Profit & Loss A/C	<u>451,714.46</u>	<u>400,766.12</u>
	867,572.69	415,858.23
Total	4,317,572.69	865,858.23

Note : 3 Long Term Borrowings

Particulars	As at 31.03.2015	As at 31.03.2014
Bonds / Debentures	-	-
Term Loan		
- From Bank	-	-
- From Other Parties	-	-
Deferred Payment Liabilities	-	-
Deposit	-	-
Loans & Advances From Related Parties	-	-
Long Term Maturities of Finance lease obligation	-	-
Loans From Directors	-	-
Other Loans		
- Shree Ram Sales	-	-
Total	-	-

Note : 4 Deferred Tax Liabilities (Net)

Particulars	As at 31.03.2015	As at 31.03.2014
Deferred Tax Liability	-	12,305.00
Total	-	12,305.00

Note : 5 Other Long Term Liabilities

Particulars	As at 31.03.2015	As at 31.03.2014
Trade Creditors	-	-
Bansal Traders	-	-
Divya Enterprises	-	-
Paras Enterprises	-	1,847,000.00
Shagun Traders	-	800,000.00
TCL Management Services Pvt Ltd	1,000,000.00	1,000,000.00
Others	2,537,878.00	1,010,000.00
Total	3,537,878.00	4,657,000.00

Note : 6 Long Term Provisions

Particulars	As at 31.03.2015	As at 31.03.2014
Provision from Employment Benefit	-	15,576.00
Other	-	-
Total	-	15,576.00

Note : 7 Short Term Borrowings

Particulars	As at 31.03.2015	As at 31.03.2014
<u>Loan Repayable on Demand</u>		
- From Bank	-	-
- From Other Parties	-	-
Loans & Advances From Related Parties	-	-
Deposits	-	-
Others	-	-
Total	-	-

Note : 8 Trades Payable

Particulars	As at 31.03.2015	As at 31.03.2014
Trade Payables	9,398,276.00	3,472,573.00
Total	9,398,276.00	3,472,573.00

Note : 9 Other Current Liabilities

Particulars	As at 31.03.2015	As at 31.03.2014
Audit Fees Payable	18,500.00	23,500.00
Salary Payable	61,768.00	45,101.00
Expenses Payable	15,300.00	15,300.00
Other Liabilities	255,576.00	288,871.00
TDS Payable	55,000.00	-
Total	406,144.00	372,772.00

Note : 10 Short Term Provisions

Particulars	As at 31.03.2015	As at 31.03.2014
<u>Provision From Employees Benefit</u>		
<u>Others</u>		
Provision For Income Tax	270,581.00	284,787.00
Total	270,581.00	284,787.00

JIGYASA INFRASTRUCTURE LIMITED

CIN: U45200DL2008PLC177821

Reg. Office: 108-109 Vardhman Appenzerl Plaza, Mayur Vihar - III, Delhi-110096

Depreciation Chart as per companies Act' 2013 as on 31st March' 2015

Note : 11 Fixed Assets

Sr. No	Particulars	Gross Block				Depreciaton				Net Block	
		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	<u>Tangible Assets</u>										
1	Computer & Software	586,500.00	-	-	586,500	479,564.48	51,060	-	530,624.57	55,875.43	106,935.52
3	Furnitures & Fixtures	759,897.00	-	-	759,897	165,834.99	148,530	-	314,365.30	445,531.70	594,062.01
4	Office Equipment	526,167.00	-	-	526,167	174,010.02	184,997	-	359,006.66	167,160.34	352,156.98
	SUB TOTAL (A)	1,872,564.00	-	-	1,872,564	819,409	384,587	-	1,203,997	668,567.47	1,053,154.51
II	<u>Intangible Assets</u>										
-											
	SUB TOTAL (B)	-	-	-	-	-	-	-	-	-	-
	Total [A + B] (Current Year)	1,872,564.00	-	-	1,872,564	819,409	384,587.05	-	1,203,997	668,567	1,053,154.51
	(Previous Year)	878,474.00	994,090.00	-	1,872,564	539,989.72	279,419.76	-	819,409.49	1,053,154.51	1,296,684.28

Note : 12 Non Current Investment

Particulars	As at 31.03.2015	As at 31.03.2014
Investment in Property	-	-
Investment in Equity Instrument	-	-
Investment in Mutual Fund	-	-
Investment in Partnership Firm	-	-
Total	-	-

Note : 13 Deferred Tax Assets (Net)

Particulars	As at 31.03.2015	As at 31.03.2014
Deferred Tax	56,279.83	-
Total	56,279.83	-

Note : 14 Long Term Loans and Advances

Particulars	As at 31.03.2015	As at 31.03.2014
<u>Capital Assets</u>		
<u>a) Secured, Considered Good :</u>	-	-
<u>b) Unsecured, Considered Good :</u>	-	-
<u>c) Doubtful</u>	-	-
<u>Security Deposit</u>		
<u>a) Secured, Considered Good :</u>	-	-
<u>b) Unsecured, Considered Good :</u>	-	-
<u>c) Doubtful</u>	-	-
<u>Loans & Advances to related parties</u>	-	-
<u>Other Loans & Advances</u>		
- Earthcon Constructions Private Limited	9,250,000.00	9,250,000.00

- Samyak Projects Limited	20,000,000.00	20,000,000.00
Total	29,250,000.00	29,250,000.00

Note : 15 Other Non Current Assets

Particulars	As at 31.03.2015	As at 31.03.2014
Long Term Trade Receivables		
<u>a) Secured, Considered Good :</u>	-	-
<u>b) Unsecured, Considered Good :</u>	-	-
<u>c) Doubtful</u>	-	-
- <u>Others</u>		
Misc Expenditure	737,343.00	983,126.00
Total	737,343.00	983,126.00

Note :16 Current Investment

Particulars	As at 31.03.2015	As at 31.03.2014
Investment in Equity	-	-
Investment in Preference Shares	-	-
Investment in Govt Securities	-	-
Investment in debentures & Bonds	-	-
Investment in Mutual Fund	-	-
Investment in Partnership Firm	-	-
Others	-	-
Total	-	-

Note : 17 Inventories

Particulars	As at 31.03.2015	As at 31.03.2014
Raw Material	-	-
Work-in-Progress	-	-

Finished Goods	-	-
Total	-	-

Note : 18 Trade Receivables

Particulars	As at 31.03.2015	As at 31.03.2014
Outstanding for more than six months		
<u>a) Secured, Considered Good :</u>	-	-
<u>b) Unsecured, Considered Good :</u>	-	-
<u>c) Doubtful</u>	-	-
-		
Others		
<u>a) Secured, Considered Good :</u>	-	-
<u>b) Unsecured, Considered Good :</u>	2,610,812.00	10,347,057.00
<u>c) Doubtful</u>	-	-
-		
Total	2,610,812.00	10,347,057.00

Note : 19 Cash & Cash Equivalent

Particulars	As at 31.03.2015	As at 31.03.2014
Cash-in-Hand		
Cash Balance	210,475.00	2,211,998.84
Sub Total (A)	210,475.00	2,211,998.84
Bank Balance		
-		
Bank Balance (With Schedule Bank)		
Balance With Scheduled Banks	215,433.39	207,125.88
Sub Total (B)	215,433.39	207,125.88
Total [A + B]	425,908.39	2,419,124.72

Note :20 Short Terms Loans and Advances

Particulars	As at 31.03.2015	As at 31.03.2014
Loans & Advances from related parties		
<u>a) Secured, Considered Good :</u>	-	-

<u>b) Unsecured, Considered Good :</u>	-	-
<u>c) Doubtful</u>	-	-
<u>Others</u>		
Other	109,253,315.00	88,701,556.00
Total	109,253,315.00	88,701,556.00

Note : 21 Other Current Assets

Particulars	As at 31.03.2015	As at 31.03.2014
Cenvat Credit	31,142.00	-
TDS (2011-12)	41,562.00	41,562.00
TDS (2012-13)	-	96,373.00
TDS (2013-14)	-	153,918.00
TDS(2014-15)	205,522.00	-
Prepaid Expenses	15,000.00	-
Total	293,226.00	291,853.00

Note : 22 Other Income

Particulars	As at 31.03.2015	As at 31.03.2014
Income Others	-	-
Interest Received	2,298,041.00	518,996.00
Total	2,298,041.00	518,996.00

Note : 23 Cost of Material Consumed

Particulars	As at 31.03.2015	As at 31.03.2014
Purchases	-	-
Total	-	-

Note : 24 Change in Inventories

Particulars	As at 31.03.2015	As at 31.03.2014
Closing Stock	-	-
Opening Stock	-	-
Total	-	-

Note : 25 Employment Benefit Expenses

Particulars	As at 31.03.2015	As at 31.03.2014
Remuneration to Director	240,000.00	33,871.00
Salary	725,148.00	722,450.00
Gratuity Expenses	-	15,576.00
Staff Welfare	177,038.00	72,237.00
Total	1,142,186.00	844,134.00

Note :26 Financial Cost

Particulars	As at 31.03.2015	As at 31.03.2014
Bank Charges	337.08	1,910.12
Total	337.08	1,910.12

Note : 27 Depreciation & Amortised Cost

Particulars	As at 31.03.2015	As at 31.03.2014
Depreciation	384,587.05	279,419.76
Total	384,587.05	279,419.76

Note : 28 Other Expenses

Particulars	As at 31.03.2015	As at 31.03.2014
<u>Administrative Expenses:</u>		
Accounting Charges	126,165.00	144,000.00
Audit Fees	18,500.00	15,500.00
Freight Expenses	498,215.00	145,328.00
Labour Charges	2,575,996.00	3,478,251.00
Power & Fuel	51,022.00	30,361.00
Advertisements	118,558.00	40,751.00
Postage & Telegram	34,334.00	47,524.00
Conveyance Expenses	41,527.00	57,259.00
Gift Expenses	-	35,621.00
Custodian Fees	34,832.00	75,282.00
Listing Fees	-	28,090.00
NSDL	1,124.00	-
Other Expenses	22,508.41	-
Filing Fees	54,519.00	-
Review Fees	8,000.00	-
Rent	108,000.00	144,000.00
Repair & Maintenance	60,967.00	31,448.00
News Paper & Periodicals	11,601.00	30,698.00
Travelling Exps	115,419.00	72,059.00
Legal & Professional Exp.	345,512.00	111,619.00
Business Promotions Exp.	-	278,404.00
Printing & Stationary Expenses	30,360.00	42,434.00
Telephone Expenses	27,802.00	45,247.00
Web Charegs	8,820.00	5,400.00
Preliminary Expenses W/O	245,783.00	245,781.00
Total	4,539,564.41	5,105,057.00

JIGYASA INFRASTRUCTURE LIMITED

CIN: U45200DL2008PLC177821

Reg. Office: 108-109 Vardhman Appenzerl Plaza, Mayur Vihar - III, Delhi-110096

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.

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 resources for settling the obligation.

7 Events occurring after the balance sheet date

Adjustments to assets and liabilities 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.

B- NOTES TO THE ACCOUNTS

- 1) The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary.
- 2) Reconciliation of Nos. Of Shares

	2014-15	2013-14
Number of Equity Shares at the beginning	12,336,500	12,336,500
Add:- Number of Shares Issued	200,000	-
Number of Equity Shares at the end	12,536,500	12,336,500

- 3) Below are the name of the shareholders holding more than 5% of Shares of the company

	2014-15			
	Name	Class of Share	No. of Share Holding	% of Holding
(i)	Antheia Trade Services Pvt. Ltd.	Equity	3,010,000	24.01%

- 4) All the investments made by the company are valued at Cost .
- 5) Managerial Remuneration: 240,000.00
- 6) The company does not have inventory as on 31.03.2015.

- 7) 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.
- 8) 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.
- 9) All schedules annexed to and form integral part of the Balance Sheet and Profit & Loss Account.
- 10) 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.
- 11) Value of Import on CIF Basis Nil
- 12) Earnings in Foreign Exchange (FOB Value) Nil
- 13) Expenditure in Foreign Currency Nil
- 14) All Balnaces are subject to confirmation
- 15) *Earning Per Share:*

Particulars	As at 31.03.2015
Net profit after tax available for Equity Shareholders (Rs.) (A)	451,714.46
Weighted Avg.Number Equity Shares outstanding (Nos.) (B)	12,408,281
Dilutive potential Equity Shares (Nos.)	0
Dilutive shares outstanding (Nos.) (C)	12,408,281
Nominal value per Equity Shares (Rs./ Share)	10
Basic Earnings per share (Rs./ Share) (A) / (B)	0.04
Diluted Earnings per share (Rs./ Share) (A) / (C)	0.04

As per our report of even
date attached.

**HONEY MARWAH &
ASSOCIATES**
Chartered Accountants

For JIGYASA INFRASTRUCTURE
LIMITED

CA. HONEY MARWAH

(PROP.)
Membership No.: 524815
FRN: 027420N

Umesh Vaindil
(Director)

DIN: 06789400

**Sanjay
Kumar
Singh**
(Director)
DIN:
06793460

Place : New Delhi

Date : 02.09.2015

ROUTE MAP FOR ANNUAL GENERAL MEETING



JIGYASA INFRASTRUCTURE LIMITED
Regd. Office: 108-109 Vardhman Appenzerl Plaza, Mayur Vihar – Phase III Delhi – 110 096
CIN: U45200DL2008PLC177821

ATTENDANCE SLIP

Regd. Folio/DP ID & Client ID	
Name and Address of the Shareholder(s) Joint Holder 1 Joint Holder 2	

I hereby record my presence at the ANNUAL GENERAL MEETING of the Company being held on 30/09/2015 at the Registered Office of the Company at 108-109, Vardhman Appenzerl Plaza, Mayur Vihar-Phase III, Delhi-110096 at 10.15 A.M.

1. Signature of the Shareholder/Proxy Present

--

2. Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.

3. Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

Note: PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING.

JIGYASA INFRASTRUCTURE LIMITED**Regd. Office: 108-109 Vardhman Appenzerl Plaza, Mayur Vihar – Phase III Delhi – 110 096****CIN: U45200DL2008PLC177821**

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

I/We, being the member(s) of..... Shares of the above named Company, hereby appoint:

Name :	Address :
E-mail Id :	Signature :
or failing him/her	
Name :	Address :
E-mail Id :	Signature :

as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on 30/09/2015 at the Registered Office of the Company at 108-109, Vardhman Appenzerl Plaza, Mayur Vihar-Phase III, Delhi-110096 at 10.15 A.M.

S.No.	RESOLUTIONS
	ORDINARY BUSINESS:
1.	Adoption of Audited Financial Statements for the year ended March 31st 2015.
2.	To appoint a Director in place of Mr. Umesh Vandil, who retires by rotation and being eligible offer himself for re – appointment.
3.	To re-appointment of M/s. Honey Marwah & Associates, Chartered Accountant, as Auditor and fixing their remuneration.

Signed this _____ day of _____ 2015.

Affix Revenue

Signature of Shareholder

Signature of Proxy holder(s)