

# ANNA INFRASTRUCTURES LIMITED

**CIN: L65910UP1993PLC070612**

R/o: Shop No. 1 & 3, E-14/6 First Floor, Shanta Tower, Sanjay Place, Agra-282002

Email ID: [annainfra@gmail.com](mailto:annainfra@gmail.com), Website: [www.annainfrastructures.com](http://www.annainfrastructures.com), Telephone: 0562-4060806

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Date: 17.08.2023

To,  
The Manager,  
Department of Corporate Relationship  
The Bombay Stock Exchange Limited  
25 P.J. Tower, Dalal Street,  
Mumbai-400001

Ref: Scrip ID- ANNAINFRA, Scrip CODE – 530799, ISIN – INE336D01014

**Sub: Annual Report for the Financial Year 2022-23 and Notice Convening the 31<sup>st</sup> Annual General Meeting**

Dear Sir/Madam,

As required under Regulation 30 and Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015, we submit herewith the Annual Report of the Company for the financial year 2022-23 along with Notice convening the 31<sup>st</sup> Annual General Meeting scheduled to be held on Monday, 11<sup>th</sup> September, 2023 at 1.00 PM at the Registered Office of the Company to transact the business as set out in Notice of the AGM.

We request you take the above information on record.

Thanking You,

Yours Sincerely,

**For Anna Infrastructures Limited**

**Anil Kumar Agarwal**  
**Whole Time Director**  
**DIN: 00399487**

**2022-23**

**Anna  
Infrastructures  
Limited**

**31st  
Annual Report**



## **BOARD OF DIRECTORS**

**Mr. Ashok Kumar Mittal**

Chairman

Non-Executive Director

**Mr. Anil Kumar Agarwal**

Whole Time Director

**Mr. Rakesh Kumar Mittal**

Non-Executive Director

**Mr. Ramesh Chand Agarwal**

Non-Executive Director

**Mr. Vivek Agarwal**

Non-Executive, Independent Director

**Mrs. Kusum Singhal**

Non-Executive, Independent Director

**Mr. Rhythm Garg**

Non-Executive, Independent Director



## **BANKERS**

**Punjab National Bank**

**Canara Bank**



## **STATUTORY AUDITORS**

**M/s Manish Goyal & Co.**

Chartered Accountants



## **CORPORATE IDENTIFICATION NUMBER (CIN)**

**L65910UP1993PLC070612**

**CORPORATE  
INFORMATION**



## **REGISTRAR AND SHARE TRANSFER AGENT**

### **Beetal Financial & Computer Services Private Limited**

Beetal House-99, Madangir, New Delhi-110062

Tel. No.:011-29961281-84

E-mail: [beetal@beetalfinancial.com](mailto:beetal@beetalfinancial.com)



## **REGISTERED OFFICE**

Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower,  
Sanjay Place, Agra-282002, Uttar Pradesh



## **LISTING OF EQUITY SHARES**

### **Bombay Stock Exchange**

Scrip ID: ANNAINFRA

ISIN: INE336D01014

Scrip Code: 530799



## **31<sup>st</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

**Date:** 11<sup>th</sup> September, 2023

**Time:** 1:00 P.M.

**Mode:** Physical

**Venue:** Registered Office









**Email ID** : [annainfra@gmail.com](mailto:annainfra@gmail.com)

**Website** : [www.annainfrastructures.com](http://www.annainfrastructures.com)

**Telephone** : 0562-4060806



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## **NOTICE OF 31st ANNUAL GENERAL MEETING**

Notice is hereby given that Thirty First Annual General Meeting of the Members of ANNA INFRASTRUCTURES LIMITED ('the Company') will be held on **Monday, 11<sup>th</sup> September, 2023** at 1:00 P.M. to transact the following businesses. The venue of the meeting shall be the registered office of the Company at Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower, Sanjay Place, Agra-282002 Uttar Pradesh IN.

### **ORDINARY BUISNESS:**

#### **1. Adoption of Annual Audited Financial Statement and Reports thereon**

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2023 including audited Balance Sheet as at 31st March, 2023, Statement of Profit and Loss for the year ended and Cash Flow Statement on that date and the Reports of the Board of Directors and Auditors thereon.

#### **2. Appointment of Director in place of those retiring by rotation**

To Appoint a Director in place of Mr. Ramesh Chand Agarwal (DIN: 00559731), who retires by rotation and being eligible, offer himself for re-appointment.

### **SPECIAL BUSINESS:**

#### **3. Re-appointment of Mr. Ashok Kumar Mittal, as Chairman & Non-Executive Director**

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT in accordance with the provisions of enshrined under the Companies Act, 2013 ('the Act') and applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members be and is hereby accorded to re-appoint Mr. Ashok Kumar Mittal (DIN: 00320504) as a Chairman & Non-Executive Director of the Company, for a further period of 5 years on the same terms and conditions as approved by the shareholders to hold office upto 10th September, 2028.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration”

#### **4. Re-appointment of Mr. Rakesh Kumar Mittal as Non-Executive Director**

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT in accordance with the provisions of enshrined under the Companies Act, 2013 ('the Act') and applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members be and is hereby accorded to re-appoint Mr. Rakesh Kumar Mittal (DIN: 00320523) as a Non-Executive Director of the Company, for a further period of 5 years on the same terms and conditions as approved by the shareholders to hold office upto 10th September, 2028.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration”

#### **5. Re-appointment of Mr. Ramesh Chand Agarwal as Non-Executive Director**

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT in accordance with the provisions of enshrined under the Companies Act, 2013 ('the Act') and applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members be and is hereby accorded to re-appoint Mr. Ramesh Chand Agarwal (DIN: 00559731) as



a Non-Executive Director of the Company, for a further period of 5 years on the same terms and conditions as approved by the shareholders to hold office upto 10th September, 2028.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration”

**6. Re-appointment of Mr. Ashok Kumar Mittal, as Chairman & Non-Executive Director on account of attaining the age of 70 years.**

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to section 196(3) and all other applicable provisions of the Companies Act, 2013 read with Schedule V and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of members of the Company be and is hereby accorded for continuation of holding of office of Chairman & Non-Executive Director by Mr. Ashok Kumar Mittal (DIN: 00320504) who has already attained the age of 70 (Seventy) years.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration”

**7. Re-appointment of Mr. Rakesh Kumar Mittal, as Non-Executive Director on account of attaining the age of 70 years.**

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to section 196 and all other applicable provisions of the Companies Act, 2013 read with Schedule V and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of members of the Company be and is hereby accorded for continuation of holding of office of Non-Executive Director by Mr. Rakesh Kumar Mittal (DIN: 00320523) who has attained the age of 70 (Seventy) years.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration”

**8. Re-appointment of Mr. Ramesh Chand Agarwal, as Non-Executive Director on account of attaining the age of 75 years.**

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to section 196 and all other applicable provisions of the Companies Act, 2013 read with Schedule V and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and read with Regulation 17(1A) of SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of members of the Company be and is hereby accorded for continuation of holding of office as Non-Executive Director by Mr. Ramesh Chand Agarwal (DIN: 00559731) who has already attained the age of 75 (Seventy) years.



FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration

By Order of the Board of Directors  
For **Anna Infrastructures Limited**

Agra, August 14, 2023

**(Ayesha Jain Mahajan)**  
Company Secretary  
M.NO: F - 9711

**Registered Office:**

Shop. No. 1 & 3, E-14/6, First Floor,  
Shanta Tower, Sanjay Place,  
Agra-282002

**NOTES:**

1. The relevant details as required under regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of SS-2 (Secretarial Standards – 2) on General meetings by the Institute of Company Secretaries of India, in respect of the person seeking appointment / re-appointment as Directors at the Annual General Meeting ('AGM') are furnished herewith and forms part of the Notice.
2. *The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 5<sup>th</sup> September, 2023 to Monday, 11<sup>th</sup> September, 2023 (both days inclusive) for the purpose of AGM.*
3. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at [www.annainfrastructures.com](http://www.annainfrastructures.com). It may be noted that any service request can be processed only after the folio is KYC compliant. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

**CDSL E-VOTING SYSTEM – FOR REMOTE E-VOTING AND E-VOTING DURING 31st AGM**

- A. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument appointing the proxy, in order to be effective, must be deposited at the Company's registered office, not less than 48 hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions /authority as applicable. A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the share capital of the company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as proxy for any other person or shareholder.
- B. As per the provisions of Regulation 36(3) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, information in case of new appointment / reappointment of Director(s).
- C. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore,





requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company / Registrar.

- D. **Corporate members intending to send their authorized representative(s) to attend the meeting pursuant to the provisions of Section 113 of the Companies Act, 2013 are requested to send to the Company, a Certified True Copy of the relevant Board resolution together with specimen signatures of the authorized representative(s) to attend and vote on their behalf at the meeting.**
- E. For convenience of the Members and for proper conduct of the Meeting, entry to the place of Meeting will be regulated by Attendance Slip, which is annexed to the Annual Report. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the entrance of the venue.
- F. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through Physical and cast their votes through e-voting.
- G. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the 31st AGM has been uploaded on the website of the Company at [www.annainfrastructures.com](http://www.annainfrastructures.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).

**THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:**

- (i) The voting period begins on Friday, 8<sup>th</sup> September, 2023 at 09:00 AM to Sunday, 10<sup>th</sup> September, 2023 at 5:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 4<sup>th</sup> September, 2023, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.  
Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.  
In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- (iv) **In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



**THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li></ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"><li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available</li></ol>



	<p>under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**ACCESS THROUGH CDSL E-VOTING SYSTEM IN CASE OF SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND NON-INDIVIDUAL SHAREHOLDERS IN DEMAT MODE.**

- (v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**
  - 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).



- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).



- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; \_\_\_\_\_ (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

**Other Guidelines for Members**

- a. The voting rights of Members shall be in proportion to their share in the paid up equity share capital of the Company as on the **cut-off** date of **4<sup>th</sup> September, 2023**.
- b. **The remote e-voting facility** shall be opened **Friday, 8<sup>th</sup> September, 2023 at 09:00 AM to Sunday, 10<sup>th</sup> September, 2023 at 5:00 PM**, both days inclusive. The remote e-voting facility shall not be allowed beyond 5:00 p.m. on Sunday, 10<sup>th</sup> September, 2023. During the period when facility for remote e-voting is provided, the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date/entitlement date, may opt for remote e-voting. Provided that once the vote on a resolution is casted by the member, he shall not be allowed to change it subsequently or cast the vote again.
- c. **Mr. Aditya Narayan Shrivastava, Advocate (Civil Court, Agra, Reg. No. 867/93)** has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- d. The Scrutinizer shall after the conclusion of e-Voting at the 31stAGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favor or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the 31stAGM, who shall then countersign and declare the result of the voting forthwith. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at [www.annainfrastructures.com](http://www.annainfrastructures.com) and on the website of CDSL at <https://www.evotingindia.com> immediately after the declaration of Results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the Stock Exchanges i.e. The BSE Limited ("BSE").

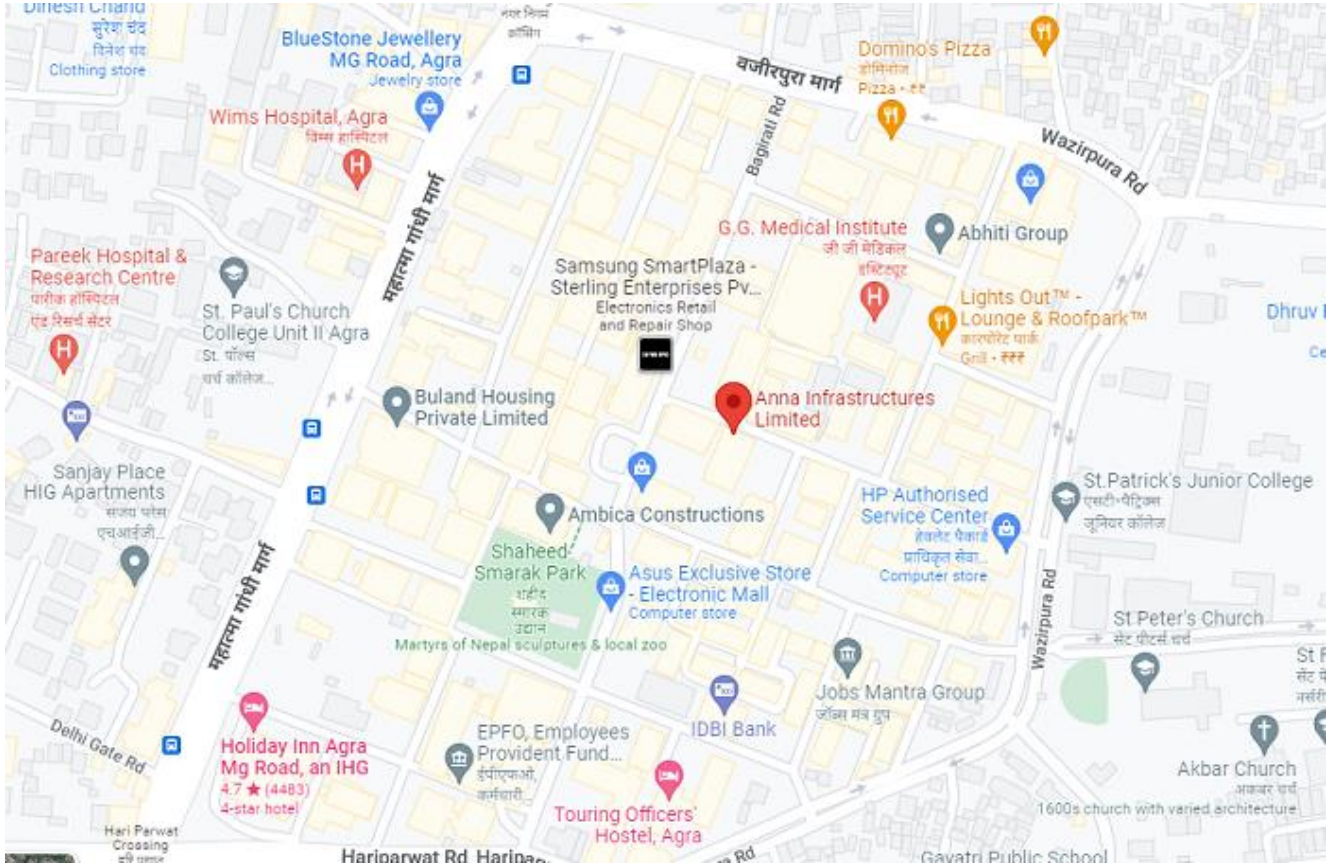


- e. Pursuant to the MCA Circulars and SEBI Circular, in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the Notice of the 31st AGM and the Annual Report for the year 2022-23 including therein the Audited Financial Statements for year 2022-23, are being sent only by email to the Members. Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 31st AGM and the Annual Report for the year 2022-23 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:-
- a. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's email address [annainfra@gmail.com](mailto:annainfra@gmail.com).
  - b. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.
- f. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
- g. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
- h. In terms of the SEBI Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 1st April 2019. In view of the above, Members are advised to dematerialize shares held by them in physical form.
- i. Electronic copy of all the documents referred to in the accompanying Notice of the 31st AGM and the Explanatory Statement shall be available for inspection in the Investor Section of the website of the Company at [www.annainfrastructures.com](http://www.annainfrastructures.com).
- j. Details as required in sub-regulation (3) of Regulation 36 of the Listing Regulations and Secretarial Standard on General Meeting (SS-2) of ICSI, in respect of the Directors seeking appointment/ re-appointment at the 31stAGM, forms integral part of the Notice of the 31stAGM. Requisite declarations have been received from the Directors for seeking appointment/ re-appointment.
- k. Since the AGM will be held through Physical Facility, the Route Map is annexed in this Notice.



Annexure - I

**ROUTE MAP FOR VENUE OF 31st ANNUAL GENERAL MEETING**  
**Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower, Sanjay Place, Agra-282002**





**Explanatory statement in respect of the special business pursuant to section 102 of the companies act, 2013 is given below.**

**ITEM NO. 3**

**Mr. Ashok Kumar Mittal**

***Brief resume and nature of expertise***

Mr. Ashok Kumar Mittal holding DIN: 00320504 aged around 70 years is a Commerce Graduate having experience of more than 35 years in infrastructural activities. Mr. Ashok Mittal joined Anna Infrastructures Limited in February, 1993. Mr. Mittal was then designated as a Non-Executive Director of the Company. Mr. Mittal is well versed in the field of financial operations. He is keenly engaged into the business development and controls key strategic aspects of the business at Agra, India.

**Discloser of relationships between Directors *inter-se***

Relative of Mr. Rakesh Kumar Mittal as being his elder brother.

**Other Listed Companies in which Mr. Ashok Mittal holds Directorship and Committee membership as on March 31, 2023**  
Nil

**Shareholding in the Company as on March 31, 2023**

3, 29,910 shares

**ITEM NO. 4**

**Mr. Rakesh Kumar Mittal**

***Brief resume and nature of expertise***

Mr. Rakesh Kumar Mittal holding DIN: 00320523 aged around 70 years is a Commerce Graduate having experience of around 30 years in infrastructural activities. Mr. Rakesh Kumar Mittal joined Anna Infrastructures Limited in May, 1999. Mr. Mittal was then designated as a Non-Executive Director of the Company. Mr. Mittal is well versed in the field of financial operations. He is keenly engaged into the business development and controls key strategic aspects of the business at Agra, India.

**Disclosure of relationships between Directors *inter-se***

Relative of Mr. Ashok Kumar Mittal as being his younger brother.

**Other Listed Companies in which Mr. Rakesh Kumar Mittal holds Directorship and Committee membership as on March 31, 2023**  
Nil

**Shareholding in the Company as on March 31, 2023**

5,10,500 shares

**ITEM NO. 5**

**Mr. Ramesh Chand Agarwal**

***Brief resume and nature of expertise***

Mr. Ramesh Chand Agarwal holding DIN: 00559731 aged above 75 years is a Graduate having experience of 50 years in capital market activities. Mr. Ramesh Chand Agarwal joined Anna Infrastructures Limited in February, 1993. Mr. Agarwal was then designated as a Non-Executive Director of the Company. Mr. Agarwal is well versed in the field of primary market, secondary market, mutual funds and arbitrage operations. He is keenly engaged into the business development and controls key strategic aspects of the business at Agra, India.

**Disclosure of relationships between Directors *inter-se***

Relative of Mr. Anil Kumar Agarwal as being his elder brother.

**Other Listed Companies in which Mr. Ramesh Chand Agarwal holds Directorship and Committee membership as on March 31, 2023**  
Nil

**Shareholding in the Company as on March 31, 2023**

71,500 shares





**ITEM NO. 6**

**Mr. Ashok Kumar Mittal** was appointed as the Non- Executive Director of the Company by the members. Mr. Ashok Kumar Mittal has already attained the age of 70 years and as a matter of abundant caution, it is proposed to obtain the approval of the shareholders as per the provision of Section 196 of the Companies Act, 2013 for continuation of his employment as Chairman and Non- Executive Director.

Mr. Ashok Kumar Mittal is a Promoter Director of the Company and has been serving as Non – Executive Director of the Company since long time. He has been actively involved in the operations of the Company. He has vast experience and good knowledge in Infrastructure Industry. He is providing strategic guidance to the company.

Except Mr. Ashok Kumar Mittal and Mr. Rakesh Kumar Mittal, None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution.

The Board of Directors recommends the Special Resolution for approval of the Members.

**ITEM NO. 7**

**Mr. Rakesh Kumar Mittal** was appointed as the Non- Executive Director of the Company by the members. Mr. Rakesh Kumar Mittal has attained the age of 70 years and as a matter of abundant caution, it is proposed to obtain the approval of the shareholders as per the provision of Section 196 of the Companies Act, 2013 for continuation of his employment as Non- Executive Director.

Mr. Rakesh Kumar Mittal is a Director of the Company and has been serving as Non – Executive Director of the Company since long time. He has been actively involved in the operations of the Company. He has vast experience and good knowledge in Infrastructure Industry. He is providing leadership and strategic guidance to the Company.

Except Mr. Rakesh Kumar Mittal and Mr. Ashok Kumar Mittal, None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution.

The Board of Directors recommends the Special Resolution for approval of the Members.

**ITEM NO. 8**

**Mr. Ramesh Chand Agarwal** was appointed as the Non- Executive Director of the Company by the members. Mr. Ramesh Chand Agarwal has already attained the age of 75 years and as a matter of abundant caution, it is proposed to obtain the approval of the shareholders as per the provision of Section 196 of the Companies Act, 2013 and read with Regulation 17(1A) of LODR (including any statutory modification(s) or re-enactment thereof, for the time being in force), for continuation of his employment as Non- Executive Director.

Mr. Ramesh Chand Agarwal is a Promoter Director of the Company and has been serving as Non – Executive Director of the Company since long time. He has been actively involved in the operations of the Company. He has vast experience and good knowledge in Infrastructure Industry. He is providing leadership and strategic guidance to the Company.

Except Mr. Ramesh Chand Agarwal and Mr. Anil Kumar Agarwal (Whole time director), None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution.

The Board of Directors recommends the Special Resolution for approval of the Members.

**Details of Directors seeking appointment/re-appointment at the Annual General Meeting (In pursuance of Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

Name of Director	Ashok Kumar Mittal	Rakesh Kumar Mittal	Ramesh Chand Agarwal
Working experience/Brief Resume	The appointee has vast experience and good knowledge in Infrastructure industry. He is providing leadership and strategic guidance to the Company.	The appointee has vast experience and good knowledge in Infrastructure industry. He is providing leadership and strategic guidance to the Company.	The appointee has vast experience and good knowledge in Business Administration. He is providing leadership and strategic guidance to the Company.
Date of appointment/ re-appointment	30/09/2021	22/08/2022	30/12/2020
Qualifications	Commerce Graduate	Commerce Graduate	Graduate



## Anna Infrastructures Ltd.

Expertise in specific functional areas	Having good knowledge of management affairs and adherence of Good Governance	Having vast experience and good knowledge in Business Administration	Having good knowledge of management affairs
List of other Indian Public Limited Companies in which Directorship held as on 31.03.2023	NIL	NIL	NIL
Committee membership in other companies	NIL	NIL	NIL
Shareholdings in the company as on 31.03.2022	329910 (8.68%)	510500 (13.43%)	71510 (1.88%)
Inter-se relationship	Relative of Mr. Rakesh Kumar Mittal as being his elder brother.	Relative of Mr. Ashok Kumar Mittal as being his younger brother.	Relative of Mr. Anil Kumar Agarwal as being his elder brother.

By Order of the Board of Directors  
For **Anna Infrastructures Limited**

Agra, August 14, 2023

**(Ayesha Jain Mahajan)**  
Company Secretary  
M.NO: F - 9711

**Registered Office:**

Shop. No. 1 & 3, E-14/6, First Floor,  
Shanta Tower, Sanjay Place, Agra-282002



# DIRECTORS' REPORT

To,  
The Members,  
**ANNA INFRASTRUCTURES LIMITED**

Your Directors have the pleasure of presenting the Thirty First Annual Report of the Company on the business and operations of the Company, together with Audited Statement of Accounts for the year ended March 31, 2023.

## 1. FINANCIAL RESULTS

The Company's performance during the financial year ended March 31, 2023 as compared to the previous financial year is summarized as below:

(In Lac.)

	Current Year ended 31/03/2023	Previous Year Ended 31/03/2022
Revenue from Operations before tax, interest & depreciation	112.63	49.64
Less: Depreciation	12.90	12.32
Less: Finance Charges	1.42	2.66
Profit/Loss Before Tax	29.49	(5.39)
Provision for Tax	6.61	(0.47)
Profit After Tax	22.88	(4.91)
Profit available for appropriation	22.88	(4.91)

## 2. STATE OF COMPANY'S AFFAIRS

The Company is engaged in the activities of Lands for **Real Estate Development**. On the real estate development front, the Company develops residential, commercial, & social infrastructure projects. There was no change in the nature of business of the Company, during the year under review.

During the year under review, your Company's total revenue stood at Rs. 121.39 Lac as at 31<sup>st</sup> March, 2023 as compared to Rs. 55.71 Lac as at 31<sup>st</sup> March, 2022.

At present the Authorized Share Capital of the Company is Rs. 5,00,00,000/- (Rupees Five Crore only) divided into 50,00,000 Equity Shares of Rs. 10/- each and the Paid-up Share Capital is Rs. 3,80,00,000/- (Rupees Three Crore Eighty Lacs only), divided into 38,00,000 Equity Shares of Rs. 10/- each.

## 3. DIVIDEND

Considering the market conditions, Company's performance was good during the year under review, but the Company wants to invest as much as possible into further growth so your Directors has recommended not to pay any dividend for the year under review.

## 4. TRANSFER TO RESERVES

It is not proposed to transfer any amount to reserves out of the profits earned during financial year ended 2022-23.



## **5. DEPOSITS**

During the year under review, your Company did not accept any deposits in terms of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014. As on April 1, 2020, no amounts were outstanding which were classified as 'Deposits' under the applicable provisions of Companies Act, 2013 and hence, the requirement for furnishing of details of deposits which are not in compliance with the **Chapter V** of the Companies Act, 2013 is not applicable.

## **6. SHARE CAPITAL**

During the financial year under report, the Company has neither made any issue of equity shares with differential voting rights, sweat equity shares or under employee stock options scheme nor it has made any provision of money for purchase of its own shares by employees or by trustees for the benefit of employees.

## **7. DETAILS OF SUBSIDIARY / JOINT VENTURE / ASSOCIATE COMPANIES**

As on 31<sup>st</sup> March, 2023, the Company does not have any subsidiary or joint venture and associate company.

## **8. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)**

### **Director retiring by rotation**

Pursuant to Section 152 read with Section 149(13) of the Companies Act, 2013 and in accordance with the Article of Association of the Company, Mr. Ramesh Chand Agarwal, Non-Executive Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. The Board of Directors recommends his re-appointment.

### **Independent Director**

Pursuant to the provisions of sub-section (7) of Section 149 of the Companies Act, 2013, the Company has received individual declarations from all the Independent Directors confirming that they fulfill the criteria of independence as specified in Section 149(6) of the Companies Act, 2013.

### **Woman Director**

Pursuant to the provisions of Section 149, subsection (7) of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Kusum Singhal holds position of a Non-Executive (Independent) Woman Director of the Company.

All of the Directors of the Company have confirmed that they are not disqualified under provisions of Section 164 of the Companies Act, 2013 from being appointed / continue to hold position of Directors of the Company.

### **Key Managerial Personnel**

Mr. Amit Bose continues to hold the position of as Chief Financial Officer.

Mrs. Ayesha Jain Mahajan was appointed as Company Secretary and Compliance Officer of the Company in place of Mrs. Kanchan Agarwal with effect from 14th September, 2022. Mrs. Kanchan Agarwal ceased to be the Company Secretary and Compliance Officer of the Company with effect from close of business hours on 13<sup>th</sup> September, 2022.

### **Remuneration Policy**

The Company follows a policy on remuneration of Directors and Senior Management Employees. The policy has been approved by the Nomination & Remuneration Committee and the Board of Directors. More details on the same have been given in the Corporate Governance Report.

## **9. BOARD AND COMMITTEE MEETING**

### **No. of Board Meetings and dates of Board Meetings**

The Board oversees the entire functioning of the Company and is involved in strategic decision making on a collective basis.



The Company Secretary under the direction of the Chairman and in consultation with Chief Financial Officer prepares the agenda for the meetings along with the notes thereto and circulates it to the Directors, along with the notice of the meeting.

Eight Board Meetings were held during the Financial Year 2022-23:

❖	13.04.2022	❖	23.08.2022
❖	30.05.2022	❖	14.09.2022
❖	26.07.2022	❖	12.11.2022
❖	08.08.2022	❖	13.02.2023

The separate meeting of Independent Directors was held on 13<sup>th</sup> February, 2023.

**Composition/Category of Directors/Attendance at Meetings/Directorships and Committee Memberships in other companies as on March 31, 2023**

Your Company has the combination of Executive and Non-Executive Directors in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The present strength of the Board of Directors is a mix of six Non-Executive Directors including a woman director, and one Executive Director. Of the six Non-Executive Directors, three Directors are Independent Directors. The Chairman of the Board is a Non- Executive Director.

As per the declarations received by the Company from each of the Directors, none of them are disqualified under Section 164(2) of the Companies Act, 2013.

The Independent Directors of the Company are in compliance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, disclosures have been made by the Directors regarding their Chairmanships/ Memberships of the mandatory Committees of the Board and that the same are within the maximum permissible limit as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The composition of Board of Directors as on March 31, 2023 and other relevant details are as under:

Name	Category	Attendance			Directorships(A)/Mandatory committee(B) Memberships		
		No. of Board Meetings held during the year(1)	No. of Board Meetings Attended	Last AGM Attendance	Directorship in public companies (C) (D)	Membership of mandatory committees(C) #@	Chairmanships of mandatory committees(C)
Mr. Ashok Kumar Mittal (Chairman)	Non-Executive Director (Promoter)	8	8	Yes	1	1	-
Mr. Anil Kumar Agarwal (Whole Time Director)	Executive Director	8	8	Yes	1	1	-
Mr. Rakesh Kumar Mittal	Non-Executive Director	8	8	Yes	1	2	-
Mr. Ramesh Chand Agarwal	Non –Executive, Independent Director (Promoter)	8	8	Yes	1	0	-



Mr. Rhythm Garg	Non –Executive, Independent Director	8	8	Yes	1	3	3
Mrs. Kusum Singhal	Non –Executive, Independent Director	8	8	Yes	1	2	-
Mr. Vivek Agarwal	Non –Executive, Independent Director	8	7	Yes	1	3	1

- (I) Excluding the separate meeting of independent directors, in which non independent directors were not eligible to participate.
- (A) None of the Directors holds directorship in more than 10 Public Limited Companies.
- (B) No Director holds membership of more than 10 committees of Board nor is any Director is the Chairman of more than 5 Committees of Board.
- (C) Including Anna Infrastructures Limited.
- (D) Private company which is a subsidiary of public company is considered as a public company.
- # excluding private limited Company, foreign Company and Section 8 Company.
- @ Includes Audit Committee, Nomination and Remuneration Committee & Shareholders/ Investors Grievance Committee.

Also, a separate meeting of Independent Directors was held on 13<sup>th</sup> February, 2023, which was attended by the following Independent Directors:

1. Mr. Rhythm Garg
2. Mr. Vivek Agarwal
3. Mrs. Kusum Singhal

Except for Mr. Anil Kumar Agarwal, Mr. Ramesh Chand Agarwal, Mr. Ashok Kumar Mittal and Mr. Rakesh Kumar Mittal, no other Directors are related to each other in terms of the definition of ‘relative’ given under Companies Act, 2013. Mr. Anil Kumar Agarwal and Mr. Ramesh Chand Agarwal are brothers and Mr. Ashok Kumar Mittal and Mr. Rakesh Kumar Mittal are brothers.

None of the Independent Directors has any pecuniary relationship, transaction or association with the Company, save and except professional services rendered by certain firms in which Independent Directors are partners, on an arm’s length basis.

**Number of Committees Meeting  
Audit Committee**

The composition of the Audit Committee as on March 31, 2023 is as under:

NAME	CATEGORY	DESIGNATION
Mr. Rhythm Garg	Chairman	Independent Director
Mr. Rakesh Kumar Mittal	Member	Non-Executive Director
Mr. Vivek Agarwal	Member	Independent Director

The Chief Financial Officer, Internal Auditor and the Statutory Auditors are invitees to the relevant meetings of the Audit Committee in respect of businesses related to them. The Company Secretary acts as Secretary to the Audit Committee.

**Meetings and attendance**

During the financial year 2022-23, the Committee met four times i.e. on 30<sup>th</sup> May, 2022, 8<sup>th</sup> August, 2022, 12<sup>th</sup> November, 2022, and 13<sup>th</sup> February, 2023. The gap between any two meetings did not exceed 120 days.

The attendance of members of Audit Committee at the committee meetings during the year ended March 31, 2023 is as under:



NAME OF MEMBER	Number of Meeting	
	Held	Attended
Mr. Rhythm Garg	4	4
Mr. Rakesh Kumar Mittal	4	4
Mr. Vivek Agarwal	4	4

The Chairman of the Committee was present at the Annual General Meeting held on 22<sup>nd</sup> August, 2022.

The terms of reference and powers of the Audit Committee are in accordance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013 and includes overseeing the Company's financial reporting process, reviewing the quarterly / half yearly / annual financial statements/ results and, reviewing with the management the adequacy of the internal audit function, recommending the appointment/ reappointment of statutory auditor, cost auditor and internal auditor and recommending/ fixation of audit fees, reviewing the significant internal audit findings, related party transactions, reviewing the Management Discussions and Analysis of financial condition and results of operations, scrutiny of inter-corporate loans and investments.

#### Nomination and Remuneration Committee

The composition of the Nomination and Remuneration Committee as on March 31, 2023 is as under:

NAME	CATEGORY	DESIGNATION
Mrs. Kusum Singhal	Member	Independent Director
Mr. Rakesh Kumar Mittal	Member	Non-Executive Director
Mr. Vivek Agarwal	Chairman	Independent Director

#### Meetings and attendance

During the financial year 2022-23, the Nomination and Remuneration Committee met 3 times i.e. on 30<sup>th</sup> May, 2022, 14<sup>th</sup> September, 2022 and 13<sup>th</sup> February, 2023.

The attendance of members of Nomination and Remuneration Committee at the committee meetings during the year ended March 31, 2023 is as under:

NAME OF MEMBER	Number of Meeting	
	Held	Attended
Mrs. Kusum Singhal	3	3
Mr. Rakesh Kumar Mittal	3	3
Mr. Vivek Agarwal	3	3

The Chairman of the Committee was present at the Annual General Meeting held on 22<sup>nd</sup> August, 2022.

The terms of reference and power of the Nomination, Remuneration, Compensation and Management Development Committee is in accordance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 the Companies Act, 2013.

The role of the Committee, inter alia, is to approve/recommend the remuneration/ packages of the Executive and Non-Executive Directors and of Senior Management Personnel and to lay down the criteria for performance evaluation of Board of Directors as a whole, individual director and the committees of the Board. Under the said performance evaluation framework, the Committee has identified the criteria upon which every Director shall be evaluated. The Policy also provides the manner in which the Directors, as a collective unit in the form of Board Committees and the Board function and perform.

#### Performance evaluation criteria for Independent Directors

The performance evaluation of the Independent Directors of the Company is made on the basis of their presence in the Board and Committee meetings, their approach of implementation of activities of Independent Directors' Familiarization Programmes, their suggestions and advices for the betterment of business of the Company, taking active part in the



formulation of future plans of the Company and performing the duties as entrusted by the provisions of the law and from the Board of Directors, from time to time etc.

### Remuneration of the Directors

#### Pecuniary relationship or transactions of the Non-Executive Directors vis-à-vis Company

During the financial year under report, the Company has compensated the Non-Executive Independent Directors by way of paying them sitting fees for attending the Board and Committee Meetings. Apart from above, no transaction for payment of any sum has been made with Non-Executive Directors vis-à-vis your Company.

#### Criteria for making payments to the Non-Executive Directors

The criteria of making payments to the Non-Executive Directors is enumerated in the Nomination and Remuneration Policy adopted by the Board and uploaded on the website of the Company at the web link given below [www.annainfrastructures.com](http://www.annainfrastructures.com)

#### Directors' Remuneration

The details of the remuneration/ compensation of the Executive and Non-Executive Directors for the year ended March 31, 2023 is as follows:

(In Rs.)

Name	Salary	Allowance	Sitting Fees	Commission
<b>Executive Director</b>				
Mr. Anil Kumar Agarwal	8,40,000	-	-	-
<b>Non-Executive Director</b>				
Mr. Ramesh Chand Agarwal	-	-	4000	-
Mr. Vivek Agarwal	-	-	7500	-
Mr. Rhythm Garg	-	-	8000	-
Mrs. Kusum Singhal	-	-	6000	-
Mr. Rakesh Kumar Mittal	-	-	7500	-
Mr. Ashok Kumar Mittal	-	-	5500	-

- The Company does not have a scheme for stock options either for the Directors or the employees.
- The aforesaid sitting fees are within the limits prescribed under the Companies Act, 2013.

#### Stakeholders' Relationship Committee

The composition of this Stakeholders' Relationship Committee as on March 31, 2023 is as under:

NAME	CATEGORY	DESIGNATION
Mr. Rhythm Garg	Chairman	Independent Director
Mr. Ashok Kumar Mittal	Member	Non - Executive Director
Mr. Anil Kumar Agarwal	Member	Whole Time Director

The Company Secretary is the Compliance Officer under the Listing Regulations.

#### Meetings and attendance

During the financial year 2022-23, the Stakeholder's Relationship Committee met three times i.e. 30<sup>th</sup> May, 2022, 08<sup>th</sup> August, 2022 and 13<sup>th</sup> February, 2023.

The attendance of members of Stakeholder's Relationship Committee at the committee meetings during the year ended March 31, 2023 is as under:

NAME OF MEMBER	Number of Meeting	
	Held	Attended
Mr. Rhythm Garg	3	3
Mr. Ashok Kumar Mittal	3	3
Mr. Anil Kumar Agarwal	3	3





The Committee has been constituted to specifically look into the matter of the Redressal of stakeholders', security holders' and investors' complaints and grievances, including but not limited, those relating to transfer/transmission of shares, non-receipt of dividends, non-receipt of Annual Report and any other grievance that a shareholder or investor may have against the Company.

## **10. CORPORATE SOCIAL RESPONSIBILITY**

During the financial year under report, your Company has not met the criteria laid down under the provisions of Section 135(1) of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 and accordingly the provisions including but not limited up to constitution of Corporate Social Responsibility Committee and formulation / implementation of a policy on Corporate Social Responsibility are not applicable to the Company.

## **11. PERFORMANCE EVALUATION OF THE BOARD**

In accordance with the provisions of Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act, 2013, evaluation of performance of Independent Directors by the Non Independent Directors and review of performance of Non Independent Directors and the Board as a whole by the Independent Directors was made during the financial year under report. The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

This may be considered as a statement under provisions of Section 134(3)(p) of the Companies Act, 2013 and Rule 8(4) of the Companies (Accounts) Rules, 2014.

More details on the evaluation mechanism are given in the Corporate Governance Report.

## **12. VIGIL MECHANISM FOR THE DIRECTORS AND EMPLOYEES**

The Company has established a vigil mechanism, through a Whistle Blower Policy, where Directors and employees can voice their genuine concerns or grievances about any unethical or unacceptable business practice. A whistle-blowing mechanism not only helps the Company in detection of fraud, but is also used as a corporate governance tool leading to prevention and deterrence of misconduct.

It provides direct access to the employees of the Company to approach the Compliance Officer or the Chairman of the Audit Committee, where necessary. The Company ensures that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment or victimization.

The Whistle Blower Policy is disclosed on the website of the Company at [www.annainfrastructures.com](http://www.annainfrastructures.com).

## **13. RISK MANAGEMENT POLICY**

The Company has developed and implemented a Risk Management Policy to meet the risks associated with the business of the Company. Business risk evaluation and management is an ongoing process within the Company. The assessment is periodically examined by the Risk Management Audit Committee of the Board.

## **14. PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS UNDER SECTION 186**

The details of loans given, investments made, guarantees given and securities provided under Section 186 of The Companies Act, 2013 are not applicable in the company for the financial year 2022-23.

## **15. PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES**

All related party transactions that were entered during the financial year under report were in the ordinary course of business of the Company and were on arm's length basis. There were no materially significant related party transactions entered by the Company with its Promoters, Directors, Key Managerial Personnel or other persons, which may have a potential conflict with the interest of the Company.



Since no material related party transactions were entered by the Company and all the transactions entered into by the Company with its related parties were in the ordinary course of business and on an arm's length basis, disclosure in the Form AOC-2 is not required to be given.

## **16. INTERNAL FINANCIAL CONTROLS**

The Company has in place adequate internal financial controls related to financial statement. During the year, such controls were tested and no reportable material weaknesses were observed by Internal Auditors of the Company for inefficiency or inadequacy of such controls. Some of the controls are outlined below:

- The Company has adopted accounting policies, which are in line with the Accounting Standards and other applicable provisions of the Companies Act, 2013;
- Changes in policies, if any, are approved by the Audit Committee in consultation with the Auditors;
- In preparing the financial statement, judgment and estimates have been made based on sound policies. The basis of such judgments and estimates are approved by the Auditors and the Audit Committee.

## **17. 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 March 31, 2023 made under the provisions of Section 92(3) of the Act is attached as **Annexure II** which forms part of this Report.

## **18. PARTICULARS OF EMPLOYEES AND REMUNERATION**

Your Directors appreciate the significant contribution made by the employees to the operations of your Company during the period.

The information required on particulars of employees as per Section 197(12) of the Companies Act, 2013 and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is given in a separate **Annexure III** to this Directors' Report.

As per the provisions contained in the proviso to Section 136(1) of the Companies Act, 2013, the aforesaid particulars are not being sent as a part of this Annual Report. Any Member interested in obtaining a copy of the same may write to the Company Secretary at the registered office of the Company.

## **19. AUDITORS**

The matters related to Auditors & their Reports are as under:

### **Statutory Auditors**

In terms of Section 139 of the Companies Act, 2013, M/s Manish Bansal & Co., Chartered Accountants have been appointed as Statutory Auditor of the Company in the 30<sup>th</sup> Annual General Meeting held on August 22, 2022 for 5 years and same was confirmed by the Shareholders at 30<sup>th</sup> Annual general Meeting pursuant to Section 40 of the Companies (Amendment) Act, 2017 as notified by Ministry of Corporate Affairs vide its notification dated May 7, 2018.

### **Secretarial Auditors**

As required under provisions of Section 204 of the Companies Act, 2013 and Rules framed thereunder, the Board has appointed the existing Secretarial Auditors of the Company, M/s Satyendra Sharma & Associates, Practicing Company Secretaries, for conducting the Secretarial Audit for the FY 2022-2023.

The Report in respect of the Secretarial Audit carried out by M/s Satyendra Sharma & Associates, Practicing Company Secretaries, in Form MR-3 for the Financial Year 2022-23 forms part of this report as **Annexure IV**. The said report does not contain any adverse observation or qualification or modified opinion requiring explanation or comments from the Board under Section 134 (3) of the Companies Act, 2013.



### **Internal Auditors**

In accordance with the provisions of Section 138 of the Companies Act, 2013 and Rules framed thereunder, your Company has appointed Mr. Atul Kakkar, Chartered Accountant, Proprietor, as the Internal Auditors of the Company and takes his suggestions and recommendations to improve and strengthen the internal control systems. His scope of work includes review of operational efficiency, effectiveness of systems & processes, compliances and assessing the internal control strengths in all areas.

The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations including those relating to strengthening of the Company's risk management policies and systems.

## **20. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY**

There are no material changes and commitments, affecting the financial position of the Company which has been occurred between the end of the financial year i.e. March 31, 2023 and the date of signing of the Directors' Report i.e. July 26, 2023.

## **21. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

In order to prevent sexual harassment of women at work place a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

## **22. LISTING**

Presently, the equity share capital of your Company is listed at the Bombay Stock Exchange Limited (Scrip Code: 530799). The Company's equity shares are available for trading in demat form by all the investors on BSE which is having trading terminals in various cities affording to the investors convenient access to trade and deal in the Company's equity shares across the country.

The Company is regular in complying with the requirements of the Listing Agreement / Regulations and has duly paid the requisite Listing Fees to the Bombay Stock Exchange Limited.

## **23. CODE OF CONDUCT**

The Board has laid down a Code of Conduct ("Code") for Board Members, Managerial Personnel and for Senior Management Employees of the Company. This Code has been posted on the Company's website at [www.annainfrastructures.com](http://www.annainfrastructures.com). All the Board Members and Senior Management Personnel have affirmed compliance with this Code. A declaration by the Managing Director to this effect forms part of the Corporate Governance Report.

The Board has also laid down a Code of Conduct for Independent Directors pursuant to Section 149(8) and Schedule IV to the Companies Act, 2013 via terms and conditions for appointment of Independent Directors, which is a guide to professional conduct for Independent Directors and has been uploaded on the website of the Company at following web link [www.annainfrastructures.com](http://www.annainfrastructures.com).

## **24. CORPORATE GOVERNANCE**

Pursuant to regulation 15(2) of Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 provisions of regulation 27 i.e. Corporate Governance and para C, D & E of Schedule V of SEBI (LODR) Regulations, 2015 are not applicable to the Company.



## **25. MANAGEMENT AND DISCUSSION AND ANALYSIS REPORT**

The Management Discussion and Analysis report has been separately furnished in the Annual Report and forms a part of the Annual Report.

## **26. PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The disclosures required to be made under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo are not applicable to the Company as the Company being Infrastructure Company, neither involved in any manufacturing processing, nor any of its transactions involves foreign exchange earnings and outgo.

## **27. PREVENTION OF INSIDER TRADING**

In compliance with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, the Company has formulated and adopted the revised 'Code of Conduct to regulate, monitor and report trading by designated persons in Listed or Proposed to be Listed Securities' of the Company ('the Insider Trading Code'). The object of the Insider Trading Code is to set framework, rules and procedures, which all concerned should follow, both in letter and spirit, while trading. The Company has also adopted the Code of Practice and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ('the Code') in line with the SEBI (Prohibition of Insider Trading) Amendment Regulations, 2018 and formulated a Policy for determination of 'legitimate purposes' as a part of the Code. The Code also includes policy and procedures for inquiry in case of leakage of Unpublished Price Sensitive Information ('UPSI') and aims at preventing misuse of UPSI.

The policy and the procedures are periodically reviewed and trading window closure is intimated to all concerned and to the Stock Exchanges in advance. A digital platform is being maintained by the Company, which contains the names and other prescribed particulars of the persons covered under the Insider Trading Code.

## **28. DETAIL OF APPLICATION MADE OR PROCEEDING PENDING UNDER IBC-2016**

During the year under review, there was no application made or proceeding pending in the name of the Company under IBC-2016.

## **29. DETAIL OF DIFFERENCES BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTION**

During the year under review, there has been no One Time Settlement of loan taken from Banks and FIs.

## **30. DISCLOSURE OF AGREEMENT**

There are no agreements which are required to be reported in accordance with clause 5A of paragraph A of Part A of Schedule III of the SEBI regulations.

## **31. DIRECTOR'S RESPONSIBILITY STATEMENT**

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended March 31, 2023, the Board of Directors hereby confirms that:

1. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. The Directors had selected such accounting policies have been selected and applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on March 31, 2023 and of the profits of the Company for the year ended on that date;



3. The Directors had taken proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The Directors has prepared annual accounts of the Company have been prepared on a going concern basis;
5. The Directors had laid down internal financial controls have been laid down to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
6. The Directors had devised proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **ACKNOWLEDGEMENTS AND APPRECIATION**

Your Directors take this opportunity to express their deep and sincere gratitude to the Clients, Customers and Shareholders of the Company for their trust and patronage, as well as to the various Bankers, Reserve Bank of India, Securities and Exchange Board of India, Bombay Stock Exchange, Government of India and other Regulatory Authorities for their continued co-operation, support and guidance.

Agra, August 14, 2023

By Order of the Board of Directors  
For **Anna Infrastructures Limited**

**(Ashok Kumar Mittal)**

**Chairman**  
**DIN: 00320504**

#### **Registered Office:**

Shop. No. 1 & 3, E-14/6, First Floor, Shanta Tower, Sanjay Place,  
Agra-282002

**CIN: L65910UP1993PLC070612**

Telephone: + 0562-4060806

Email ID : [annainfra@gmail.com](mailto:annainfra@gmail.com)

Website : [www.annainfrastructures.com](http://www.annainfrastructures.com)



## ANNEXURE II

### EXTRACT OF ANNUAL RETURN (MGT-9)

As on financial year ended on March 31, 2023

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

#### I. REGISTRATION AND OTHER DETAILS

1.	Corporate Identification Number (CIN)	L65910UP1993PLC070612
2.	Registration Date	08/02/1993
3.	Name of the Company	<b>ANNA INFRASTRUCTURES LIMITED</b>
4.	Category/Sub-Category of the Company	Company Limited by Shares/Indian Non- Government Company
5.	Address of the Registered office and contact details	Shop. No. 1 &3, E-14/6, Shanta Tower, First Floor, Sanjay Place, Agra-282002 (Uttar Pradesh) Email: annainfra@gmail.com
6.	Whether listed company	Yes
7.	Name, Address and Contact details of Register and Transfer Agent	BEETAL Financial & Computer Services Pvt Ltd. BEETAL HOUSE, 3rd Floor, 99, Madangir, behind LSC, New Delhi - 110062 Ph : 011-29961281-283, Fax : 011-29961284 Email ID :beetalrta@gmail.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.	Construction and Real Estate Development	4100	100

#### 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.	NIL	NIL	NIL	NIL	NIL



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

**i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year i.e. 01.04.2022				No. of Shares held at the end of the year i.e. 31.03.2023				% Changes during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) <b>Indian</b>									
a) Individual/ HUF	2575438	0	2575438	67.77	2671138	0	2671138	70.30	2.53%
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt. (s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Bank/FI	0	0	0	0	0	0	0	0	0
f) Any Other Directors & their relatives, societies, partnership firm, RBI	0	0	0	0	0	0	0	0	0
<b>Sub-total (A) (1)</b>	<b>2575438</b>	<b>0</b>	<b>2575438</b>	<b>67.77</b>	<b>2671138</b>	<b>0</b>	<b>2671138</b>	<b>70.30</b>	<b>2.53%</b>
(2) <b>Foreign</b>									
a) NRIs –Individual	0	0	0	0.00	0	0	0	0.00	0.00
b) Other- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Crop.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other Directors & their relatives, societies, partnership firm, RBI	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (A) (2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total Shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>2575438</b>	<b>0</b>	<b>2575438</b>	<b>67.77</b>	<b>2671138</b>	<b>0</b>	<b>2671138</b>	<b>70.30</b>	<b>2.53%</b>
<b>B.Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) Sate Govt.(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
<b>Category of Shareholders</b>	<b>No. of Shares held at the beginning of the year i.e. 01.04.2022</b>				<b>No. of Shares held at the end of the year i.e.31.03.2023</b>				<b>% Changes</b>



	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	during the year
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
(i-a) Foreign Portfolio Investor -II	0	0	0	0.00	0	0	0	0	0
<b>Sub-total (B) (1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>2.Non- Institutions</b>									
a) Bodies Corp.	338835	0	338835	8.92	338835	0	338835	8.78	-0.14
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individual	0	0	0	0.00	0	0	0	0.00	0.00
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	76798	165437	242235	6.37	79812	165137	244949	6.45	+0.08
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	444270	170300	614570	16.17	388770	130100	518870	13.66	-2.51
c) Other (specify)	26737	0	26737	0.70	31112	0	31112	0.82	+0.12
(c-i) Clearing Members	0	0	0	0	0	0	0	0	0
(c-ii) Non-Resident Indians	2185	0	2185	0.06	96	0	96	0.06	0
<b>Sub-total (B) (2):-</b>	<b>888825</b>	<b>335737</b>	<b>1224562</b>	<b>32.22</b>	<b>833625</b>	<b>295237</b>	<b>1128862</b>	<b>29.70</b>	<b>-2.52</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>888825</b>	<b>335737</b>	<b>1224562</b>	<b>32.22</b>	<b>833625</b>	<b>295237</b>	<b>1128862</b>	<b>29.70</b>	<b>-2.52</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>3464263</b>	<b>335737</b>	<b>3800000</b>	<b>100</b>	<b>3504763</b>	<b>295237</b>	<b>3800000</b>	<b>100</b>	<b>0.00</b>

(ii) Shareholding of Promoters

S. No	Name of Shareholders	No. of Shares held at the beginning of the year i.e. 01.04.2022			No. of Shares held at the end of the year i.e. 31.03.2023			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
1	Ramesh Chand Agarwal	71,510	1.8818	NIL	71,510	1.8818	NIL	NIL
2	Ashok Kumar Mittal	3,29,910	8.6818	NIL	3,29,910	8.6818	NIL	NIL
3	Aditi Agarwal	14,800	0.3895	NIL	72,500	1.9079	NIL	1.5%
4	Akrati Gupta	15,500	0.4079	NIL	15,500	0.4079	NIL	NIL
5	Alka Agarwal	72,338	1.9271	NIL	72,338	1.9271	NIL	NIL
6	Amit Mittal	3,88,200	10.2158	NIL	3,88,200	10.2158	NIL	NIL
7	Anil Kumar Agarwal	52,600	1.3842	NIL	52,600	1.3842	NIL	NIL
8	Anju Mittal	73,100	1.9237	NIL	73,100	1.9237	NIL	NIL
9	Beena Agarwal	24,800	0.6526	NIL	24,800	0.6526	NIL	NIL
10	Krishna Devi Agarwal	1,100	0.0289	NIL	1,100	0.0289	NIL	NIL
11	Manish Kumar Garg	69,600	1.8316	NIL	69,600	1.8316	NIL	NIL





12	Monika Mittal	10,000	0.2632	NIL	10,000	0.2632	NIL	NIL
13	Natasha Agarwal	10,000	0.2632	NIL	10,000	0.2632	NIL	NIL
14	Neha Sumit Agarwal	10,000	0.2632	NIL	10,000	0.2632	NIL	NIL
15	Nitika Gupta	30,600	0.8053	NIL	30,600	0.8053	NIL	NIL
16	Nimisha Mittal	10,000	0.2632	NIL	10,000	0.2632	NIL	NIL
17	Radhika Mittal	10,000	0.2632	NIL	10,000	0.2632	NIL	NIL
18	Rajeev Mittal	101880	2.6811	NIL	101880	2.6811	NIL	NIL
19	Rakesh Mittal	5,10,500	13.4342	NIL	5,10,500	13.4342	NIL	NIL
20	Rini Mittal	15,800	0.4158	NIL	15,800	0.4158	NIL	NIL
21	Seema Mittal	1,78,800	4.7053	NIL	1,78,800	4.7053	NIL	NIL
22	Shashi Mittal	1,52,300	4.0079	NIL	1,52,300	4.0079	NIL	NIL
23	Rajeev Mittal (HUF)	73,500	1.9342	NIL	111500	2.9342	NIL	1%
24	Om Prakash Mittal (HUF)	25,000	0.6579	NIL	25,000	0.6579	NIL	NIL
25	Seema Mittal (HUF)	73,310	1.9292	NIL	73,310	1.9292	NIL	NIL
26	Rakesh Mittal (HUF)	84,900	2.2342	NIL	84,900	2.2342	NIL	NIL
27	Harbilas Mittal (HUF)	88,500	2.3289	NIL	88,500	2.3289	NIL	NIL
28	Ashok Kumar Mittal (HUF)	76,000	2	NIL	76,000	2	NIL	NIL
	<b>TOTAL</b>	<b>25,75,438</b>	<b>67.7747</b>	<b>NIL</b>	<b>25,75,438</b>	<b>67.7747</b>	<b>NIL</b>	<b>NIL</b>

(iii) Change in Promoters' Shareholding

S.No	Name	Shareholding at the beginning of the year i.e. 01.04.2022		Cumulative Shareholding during the year i.e. 31.03.2023	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Aditi Agarwal	14,800	0.3895	72500	1.9079
2.	Rajeev Mittal (HUF)	73,500	1.9342	111500	2.9342

(iv) Shareholding Pattern of top ten shareholders as on March 31, 2023 (other than Directors, Promoters and holders of GDRs and ADRs)

Sl.	Name	Shareholding at the beginning of the year i.e. 01.04.2022		Shareholding at the end of the year i.e. 31.03.2023		Net changes during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
1.	Dream Home Constructions Pvt. Ltd.	1,65,000	4.342	1,65,000	4.342	-	-
2.	Mittal Housings LLP	1,63,210	4.295	1,63,210	4.295	-	-
3.	Jullie Agarwal	40,000	1.053	40,000	1.053	-	-
4.	Pradeep Gandhi	24000	0.6316	24000	0.6316	-	-
5.	Kusum Mehra	23200	0.611	23200	0.611	-	-
6.	Deepak Agarwal	19900	0.523	19900	0.523	-	-
7.	Saroj	19900	0.523	19900	0.523	-	-
8.	Rajesh Saraswat	19700	0.518	19700	0.518	-	-
9.	Kavita Rawat	19500	0.513	19500	0.513	-	-
10.	Rohit Kumar Sharma	19210	0.505	19210	0.505	-	-

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sl.	Name	Shareholding at the beginning of the year i.e. 01.04.2022	Change During the Year	Shareholding at the end of the year i.e. 31.03.2023
-----	------	---	------------------------	---



		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
1.	Ashok Kumar Mittal	3,29,910	8.68	No Change		3,29,910	8.68
2.	Rakesh Kumar Mittal	5,10,500	13.43	No Change		5,10,500	13.43
3.	Anil Kumar Agarwal	52,600	1.38	No Change		52,600	1.38
4.	Ramesh Chand Agarwal	71,510	1.88	No Change		71,510	1.88
5.	Kusum Singhal	Nil	Nil	Nil	Nil	Nil	Nil
6.	Rhythm Garg	Nil	Nil	Nil	Nil	Nil	Nil
7.	Vivek Agarwal	Nil	Nil	Nil	Nil	Nil	Nil
8.	Ayesha Jain Mahajan	Nil	Nil	Nil	Nil	Nil	Nil
9.	Amit Bose	Nil	Nil	Nil	Nil	Nil	Nil

#### INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (In Lac.)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i)Principal Amount	21.96	0.00	0.00	21.96
ii)Interest due but not paid	0.00	0.00	0.00	0.00
iii)Interest accrued but not due	0.00	0.00	0.00	0.00
<b>Total(i+ii+iii)</b>	<b>21.96</b>	<b>0.00</b>	<b>0.00</b>	<b>21.96</b>
<b>Change in Indebtedness during the financial year</b>				
· Addition	0.00	0.00	0.00	0.00
· Reduction	13.31	0.00	0.00	13.31
<b>Net Change</b>	<b>13.31</b>	<b>0.00</b>	<b>0.00</b>	<b>13.31</b>
<b>Indebtedness at the end of the financial year</b>				
i)Principal Amount	8.65	0.00	0.00	8.65
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
<b>Total(i+ii+iii)</b>	<b>8.65</b>	<b>0.00</b>	<b>0.00</b>	<b>8.65</b>

#### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

##### A. Remuneration to Managing Director, Whole Time Directors and/or Manager

S. No	Particulars of Remuneration	Total Amount (in Rs)
<b>Anil Kumar Agarwal (Whole Time Director)</b>		
1.	<b>Gross salary</b>	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	8,40,000
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-
2.	Stock Option (as on March 31, 2023)	-
3.	Sweat Equity	-
4.	Commission	-
	- as % of profit	-
	- others, specify	-
5.	Others, please specify	-
	Total( A)	<b>8,40,000</b>

##### B. Remuneration to other Directors

Particulars of Remuneration	Name of Directors			Total Amount (In Rs)
1. Independent Directors	Rhythm Garg	Vivek Agarwal	Kusum Singhal	



## Anna Infrastructures Ltd.

Fee for attending board/committee Meetings	8000	7500	6000	21500
Commission	Nil	Nil	Nil	Nil
Others, please specify	Nil	Nil	Nil	Nil
<b>Total (1)</b>	<b>8000</b>	<b>7500</b>	<b>6000</b>	<b>21500</b>
<b>2. Other Non- Executive Directors</b>	<b>Ashok Kumar Mittal</b>	<b>Rakesh Kumar Mittal</b>	<b>Ramesh Chand Agarwal</b>	<b>-</b>
Fee for attending board/committee Meetings	5500	7500	4000	17000
Commission	Nil	Nil	Nil	Nil
Others, please specify	Nil	Nil	Nil	Nil
<b>Total (2)</b>	<b>5500</b>	<b>7500</b>	<b>4000</b>	<b>17000</b>
<b>Total B2= (1+2)</b>				<b>38500</b>
<b>Total Managerial Remuneration (A+B)</b>				<b>8,78,500</b>

### C. Remuneration to Key Managerial Personnel other than MD/Manager/WD

S. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount (Rs)
		Company Secretary Kanchan Agarwal	Company Secretary Ayesha Jain Mahajan	CFO Amit Bose	
1.	Gross Salary (a) Salary as per provisions Contained in Section 17(1) of the Income-Tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-Tax Act, 1961 (c) Profits in lieu of Salary under Section 17(3) Income-Tax Act,1961	1,85,000	2,24,000	4,14,000	8,23,000
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as% of profit - Others specify....	-	-	-	-
5.	Others, please specify	-	-	-	-
	<b>Total</b>	<b>1,85,000</b>	<b>2,24,000</b>	<b>4,14,000</b>	<b>8,23,000</b>

### VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

There were no penalties, punishment or compounding of offence during the year ended 31<sup>st</sup> March, 2023.

By Order of the Board of Directors  
For **Anna Infrastructures Limited**

Agra, August 14, 2023

**(Ashok Kumar Mittal)**  
Chairman  
DIN: 00320504

#### Registered Office:

Shop. No. 1 & 3, E-14/6, First Floor, Shanta Tower,  
Sanjay Place, Agra-282002  
**CIN: L65910UP1993PLC070612**

Telephone: + 0562-4060806  
Email ID : [annainfra@gmail.com](mailto:annainfra@gmail.com)  
Website : [www.annainfrastructures.com](http://www.annainfrastructures.com)



## **ANNEXURE IV**

### **SECRETARIAL AUDIT REPORT**

**(Form No. MR-3)**

**For The Financial Year Ended 31st March, 2023**

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

To,  
The Members,  
Anna Infrastructures Limited  
Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower,  
Sanjay Place, Agra

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by ANNA INFRASTRUCTURES LIMITED (**hereinafter called the company**). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the ANNA INFRASTRUCTURES LIMITED books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents, and authorized representatives during the conduct of the secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by ANNA INFRASTRUCTURES LIMITED (“The Company”) for the financial year that ended on, 31st March, 2023 according to the provisions of:

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

The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;

The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under;

Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings;

SEBI (Listing Obligations & Disclosure Requirements), Regulation 2015 & Amendments;

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

The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; not applicable to the company during the audit period;

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

The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; not applicable to the company during the audit period;

The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; not applicable to the company during the audit period;

The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; not applicable to the company during the audit period;

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

The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; not applicable to the company during the audit period; and



The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; not applicable to the company during the audit period;

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

Secretarial Standards issued by The Institute of Company Secretaries of India.

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

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

I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with all laws applicable specifically to the Company:

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

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

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

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

**For Satyendra Sharma & Associates.**  
*Company Secretaries*

**Place:** Agra  
**Date:** 14<sup>th</sup> August, 2023

**Satyendra Sharma**  
**Prop.**  
**C.P. No. 4843**



# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

## Opportunities and challenges

### Opportunities

As India awaits policy reforms to pick up speed, your Company firmly believes that the demand for Real Estate in a country like India should remain strong in the medium to long term. Your Company's well accepted brand, contemporary architecture, well designed projects in strategic locations, strong balance sheet and stable financial performance even in testing times make it a preferred choice for customers and shareholders. Your company is ideally placed to further strengthen its development potential by acquiring new land parcels.

### Challenges

While the management of your Company is confident of creating and exploiting the opportunities, it also finds the following challenges:

- Unanticipated delays in project approvals
- Availability of accomplished and trained labor force
- Increased cost of manpower
- Rising cost of construction
- Growth in auxiliary infrastructure facilities
- Over-regulated environment

## Company strengths

Your Company continues to capitalize on the market opportunities by leveraging its key strengths. These include:

1. **Brand Reputation:** Enjoys higher recall and influences the buying decision of the customer. Strong customer connects further results in higher premium realizations.
2. **Execution:** Possesses a successful track record of quality execution of projects with contemporary architecture.
3. **Strong cash flows:** Has built a business model that ensures continuous cash flows from their investment and development properties ensuring a steady cash flow even during the adverse business cycles.
4. **Significant leveraging opportunity:** Follows conservative debt practice coupled with enough cash balance which provides a significant leveraging opportunity for further expansions.
5. **Outsourcing:** Operates an outsourcing model of appointing globally renowned architects/contractors that allows scalability and emphasizes contemporary design and quality construction – a key factor of success.
6. **Transparency:** Follows a strong culture of corporate governance and ensures transparency and a high level of business ethics.



7. **Highly qualified execution team:** Employs experienced, capable and highly qualified design and project management teams who oversee and execute all aspects of project development.

## **Marketing**

The Company is setting up a good marketing team to enter to increased turnover.

## **SWOT**

Our strength is our determination and team work, weakness is the low equity base, opportunities are multiples and threats are the vibrations in the economy and government policies.

*The financial highlights are as under: -*

*In Lacs*

Sales for the year 2022-2023	112.63
Provision for taxation	6.61
Profit after tax	22.88
Paid up equity share capital as on 31st March,2023	380.00

## **Financing costs**

The acquisition of land and development rights needs substantial capital outflow. Inadequate funding resources and high interest costs may impact regular business and operations. Your Company has always tried to build sufficient reserves resulting out of operating cash flows to take advantage of any land acquisition or development opportunity.

## **Risks and Concerns**

In any business, risks and prospects are inseparable. As a responsible management, the Company's principal endeavor is to maximize returns. The Company continues to take all steps necessary to minimize its expenses through detailed studies and interaction with experts.

## **Cautionary Statement**

Statement in this Management's Discussion and Analysis detailing the Company's objectives, projections, estimates, expectations or predictions are "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand-supply conditions, finished goods prices, feedstock availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries within which the Company conducts business and other factors such as litigation and labor negotiations.

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# **INDEPENDENT AUDITOR'S REPORT**

**TO,  
THE MEMBERS OF  
ANNA INFRASTRUCTURES LIMITED**

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

### **Opinion**

We have audited the accompanying Standalone Financial Statements of **Anna Infrastructures Limited** ("the Company"), which comprise the Balance Sheet as at **March 31<sup>st</sup>, 2023**, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the Standalone Financial Statement, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### **Basis for Opinion**

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### **Information Other than the Standalone Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Standalone Financial Statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

### **Material Uncertainty Related to Going Concern**

A Company will continue to exist long enough to carry out its objectives and commitments and will not liquidate in the





foreseeable future.

### **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements



regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditor's Report) Order, 2020 (the Order"), issued by the Central Government of India in terms of Sub- Section (11) of Section 143 of the Companies Act, 2013, we give in the Annexure 'A' a statement on the matter specified in Paragraphs 3 and 4 of the Order, to the extent applicable.

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

- A. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- B. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- C. During the year no branch operations was conducted, hence provisions of section 143(8) is not applicable.
- D. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- E. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- F. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- G. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
- H. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i) The Company does not have any pending litigations (other than in the ordinary course of business) which would impact its financial position.
  - ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv)(a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any person(s) or entity(ies), including foreign entities ("intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any person(s) or entity(s), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
  - (c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.



ii) No dividend has been declared or paid during the year by the company.

**Place: AGRA**  
**Date: 26th May, 2023**

**For Manish Goyal & Co.**  
**(Chartered Accountants)**  
**Firm Reg. No. 006066C**

**(CA MANISH GOYAL)**  
**Managing Partner**  
**M. No. 074778**  
**UDIN : 23074778BGUTAE9628**



**ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT OF  
M/S ANNA INFRASTRUCTURES LIMITED  
(Referred to in paragraph of our Report of Even date for F.Y. 2022-23)**

**(a) (A)** The Company has maintained proper records to show full particulars including quantitative details and situation of fixed assets.

**(B)** The company does not have any intangible assets so maintenance of records is not applicable over the company during the financial year.

**(b)** As explained to us, the Property, Plant and Equipment have been physically verified by the management at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

**(c)** According to information and explanations given to us, the title deeds of immovable properties of the company are held in the name of the Company.

**(d)** According to the information and explanations given to us, Company has not revalued its Property, plant and Equipment or Intangible assets.

**(e)** According to the information and explanations given to us, no proceedings have been initiated or are pending against the Company under the Benami Transactions (Prohibition) Act, 1988 (45 of 1998).

**ii. (a)** According to the information and explanations given to us, management has carried out physical verification of inventory at reasonable intervals. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed.

**(b)** In our opinion and according to the information and explanations given to us, Company is not availing any working capital limits from any of the banks or financial institutions. Hence the reporting requirement under clause (ii) (b) of para no 3 of the Order is not applicable.

**iii.** During the year the company has not made any investments in, given any guarantee or security but granted loan which are characterized as loans to companies.

The company has not provided advances or provided loans which are characterized as loans, or given guarantee, or given security to any other entity (other than a company carrying on a business of providing loans).

**(a)** The terms & conditions of grant of such loans are not prejudicial to the interest of the company.

**(b)** The repayment/receipt of the principal and interest of loan granted is regular as per the schedule of repayment and there is no amount which is overdue more than ninety days in respect of standard Assets.

**(c)** The Company has not given any loans or advances in the nature of loans which are repayable on demand or without specification of any terms or period of repayment. No loan has been granted to Promoter related parties as defined under Section 2(76) of the Companies Act, 2013.

**iv.** According to the information and explanations given to us, the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and security have been complied with.

**v.** In our opinion, the Company has not accepted any public deposits within the meaning of Section 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 Accordingly, the provisions of para 3(v) of the Order are not applicable to the Company.

**vi.** Maintenance of cost records as required under Sub-Section (1) of Section 148 of the Companies Act, 2013 are not applicable to the company.

**vii. (a)** According to the information and explanations given to us, the Company has been regular in depositing with appropriate authorities undisputed statutory dues and there are no undisputed amounts of Income Tax, Goods & Service Tax,



Cess, Employees State Insurance, Customs Duty, Provident Fund and Professional Tax etc. outstanding as at the last day of financial year concerned for a period of more than six months from the date, they became payable.

**(b)** There are no dues of Goods & Service Tax and Custom Duty on account of any dispute.

**viii.** There are no transactions which are not recorded in the books of account which have been surrendered or disclose as income during the year in the tax assessments under the Income Tax Act, 1961.

**ix. (a)** The Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender.

**(b)** The Company has not been declared willful defaulter by any bank or financial institution or other lender.

**(c)** The term loans were applied for the purpose for which the loans were sanctioned.

**(d)** Funds raised on short term basis have not been utilized for long term purposes.

**(e)** The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

**(f)** The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

**x. (a)** According to the information and explanations given to us, the Company had not raised money by way of initial public or further public offer during the year. Further the company has not made any private placement or preferential allotment of shares or convertible debentures (fully, partially or optionally convertible) during the year.

**xi. (a)** Based on the records examined by us and according to the information, explanations given to us, no fraud has been committed by the Company or any fraud committed on the Company by its officers or employees has been noticed or reported during the year.

**(b)** No report under Sub-Section (12) of Section 143 of the Companies Act has been filed by the Auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government.

**(c)** The Auditor has not received any whistle-blower complaints during the year.

**xii.** The Company is not Nidhi Company, therefore provision of Para 3 (xii) of the Order are not applicable to the Company.

**xiii.** Based on the records examined by us and according to the information & explanation given to us, the provisions of Section 177 and 188 of the Companies Act, 2013 regarding transaction with related parties have been complied with and details of the transaction as per applicable accounting standard have been disclosed in the notes to accounts of the Standalone Financial Statements.

**xiv. (a)** According to the information & explanation given to us, The Company has an Internal Audit System commensurate with the size and nature of its business.

**(b)** We have considered the internal audit report for the period under audit and there are no major issues raised by the internal auditor.

**xv.** Based on the records examined by us and according to the information & explanation given to us, no non-cash transactions with Directors or persons connected with him, have been taken place during the year, hence the provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

**xvi (a)** According to the information & explanation given to us, the Company is not required to registered under Section 45-1A of the Reserve Bank of India Act, 1934. Therefore, provisions of para 3 (xvi) of the Order is not applicable to the Company.

**(b)** According to the information & explanation given to us, the Company is not a Core Investment Company (CIC), therefore CIC regulation of RBI is not applicable on the Company.



**xvii.** According to the information & explanation given to us, the Company has not incurred any cash losses in the financial year and in the immediately preceding financial year.

**xviii.** During the year, no Statutory Auditor has resigned.

**xix.** On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the Auditor's knowledge of the Board of Directors and management plans, the Auditor's is of the opinion that there is no material uncertainty exists as on the date of the audit report and that Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

**XX.** According to the information and explanations given to us, there are no projects other than ongoing project hence, provisions of Sub Section (5) of Section 135 of the Companies Act 2013 are not applicable to the Company.

**Place: AGRA**  
**Date: 26th May, 2023**

**For Manish Goyal & Co.**  
**(Chartered Accountants)**  
**Firm Reg. No. 006066C**

**(CA MANISH GOYAL)**  
**Managing Partner**  
**M. No. 074778**  
**UDIN : 23074778BGUTAE9628**



**ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT OF  
M/S ANNA INFRASTRUCTURES LIMITED  
(Referred to in paragraph of our Report of Even date for F.Y. 2022-23)**

**REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (T) OF SUB-SECTION 3  
OF SECTION 143 OF THE COMPANIES ACT, 2013**

We have audited the internal financial controls over financial reporting of **M/S ANNA INFRASTRUCTURES LIMITED** as of 31<sup>st</sup> March, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

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

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance 168 Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded



as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March 2023 based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**Place: AGRA  
Date: 26th May, 2023**

**For Manish Goyal & Co.  
(Chartered Accountants)  
Firm Reg. No. 006066C**

**(CA MANISH GOYAL)  
Managing Partner  
M. No. 074778  
UDIN : 23074778BGUTAE9628**





## BALANCE SHEET as at 31<sup>st</sup> March, 2023

(In Lac)

Particulars	Note No	As at 31 <sup>st</sup> March, 2023	As at March, 2022
<b>I. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Property plant and equipment	2	46.44	56.75
(b) Capital work-in-progress		NIL	NIL
(c) Intangible Assets		NIL	NIL
(d) Financials Assets			
(i) Investments	3	0.35	0.35
(ii) Loans		NIL	NIL
(iii) Other financial assets		NIL	NIL
(e) Other non- current assets			
(f) Deferred Tax Assets (Net)	27	3.24	2.48
(f) Current tax assets (net)	4	10.27	6.47
<b>(2) Current Assets</b>			
(a) Inventories	5	485.24	439.86
(b) Financial assets			
(i) Trade Receivables		NIL	NIL
(ii) Cash & Cash Equivalents	6	10.31	15.79
(iii) Other Bank Balances	7	24	NIL
(iv) Loans	8	404.67	450.89
(v) Other financial assets	9	2.74	2.66
(c) Other Current assets	10	4.05	6.45
<b>Total</b>		<b>991.33</b>	<b>981.70</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>(1) Equity</b>			
(a) Equity share Capital	11	380.00	380.00
(b) Other Equity	12	576.88	554.00
<b>(2) Liabilities</b>			
<b>(A) Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	13	NIL	7.42
(b) Provision		NIL	NIL
(c) Deferred Tax Liabilities (net)		NIL	NIL
<b>(B) Current Liabilities</b>			
(a) Financial Liabilities			
(I) Borrowings	14	8.65	14.54
(II) Trade Payables			
(i) Total Outstanding Dues of Micro Enterprises and Small Enterprises		NIL	NIL
(ii) Total Outstanding Dues of Creditors other than micro			
• Enterprises and Small Enterprises		NIL	NIL
• Other Financial Liabilities		NIL	NIL
(b) Provisions	15	0.26	0.25
(c) Other Current Liabilities	16	18.17	25.49



(d) Current Tax Liabilities (net)	17	7.37	NIL
<b>Total</b>		<b>991.33</b>	<b>981.70</b>

- i. The notes referred to above form an integral part of the Balance sheet. 1-36 For and on behalf of Board
- ii. Notes to the Accounts & Significant Accounting Policies annexed.
- iii. Signed in terms of our Report of even date.

**(Manish Goyal)**

Partner

M. No. 074778

For and on behalf of

**MANISH GOYAL & Co.**

**Ashok Kumar Mittal**  
Chairman

**Anil Kumar Agarwal**  
Whole Time Director

**Rakesh Kumar**  
**Mittal**  
Director

Firm Reg. No. : 006066C  
Chartered Accountants

**Kusum Singhal**  
Director

**Amit Bose**  
CFO

**Ayesha Jain**  
**Mahajan**  
Company Secretary

**Place:** Agra

**Date:** 26<sup>th</sup> May, 2023

**UDIN:** 23074778BGUTAE9628



**PROFIT AND LOSS ACCOUNT for the year ended 31<sup>st</sup> March, 2023**

(In Lac)

Particulars	Note No	For Year Ended 31 <sup>st</sup> March, 2023	For Year Ended 31 <sup>st</sup> March, 2022
I. Revenue from operations	18	112.63	49.64
II. Other Income	19	8.76	6.07
<b>III. Total Revenue (I +II)</b>		<b>121.39</b>	<b>55.71</b>
<i>IV. Expenses:</i>			
Cost of materials consumed	-	NIL	NIL
Purchase of Stock-in-Trade	5	79.18	33.28
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		(45.38)	(26.35)
Employee benefit expense	20	26.89	25.09
Financial costs	21	1.42	2.66
Depreciation and amortization expense	2	12.90	12.32
Other expenses	22	16.89	14.10
<b>Total Expenses</b>		<b>91.90</b>	<b>61.10</b>
V. Profit before exceptional and extraordinary items and tax	(III-IV)	29.49	(5.39)
VI. Exceptional Items		NIL	NIL
VII. Profit before extraordinary items and tax (V - VI)		29.49	(5.39)
VIII. Extraordinary Items		NIL	NIL
IX. Profit before tax (VII - VIII)		29.49	(5.39)
X. Tax expense:			
(1) Current tax		7.37	NIL
(2) Deferred tax		(0.76)	(0.47)
XI. Profit(Loss) from the period from continuing operations	(VII-VIII)	22.88	(4.91)
XII. Profit/(Loss) from discontinuing operations		NIL	NIL
XIII. Tax expense of discounting operations		NIL	NIL
XIV. Profit/(Loss) from Discontinuing operations (XII - XIII)		NIL	NIL
XV. Profit/(Loss) for the period (XI + XIV)		22.88	(4.91)
XVI. Earning per equity share:			
(1) Basic	23	0.60	(0.13)
(2) Diluted	23	0.60	(0.13)

iv. The notes referred to above form an integral part of the Balance sheet.

1-36

For and on behalf of Board

v. Notes to the Accounts & Significant Accounting Policies annexed.

vi. Signed in terms of our Report of even date.

(Manish Goyal)

Partner

M. No. 074778

For and on behalf of

MANISH GOYAL & Co.

Ashok Kumar Mittal  
Chairman

Anil Kumar Agarwal  
Whole Time Director

Rakesh Kumar  
Mittal  
Director

Firm Reg. No. : 006066C  
Chartered Accountants

Kusum Singhal  
Director

Amit Bose  
CFO

Ayesha Jain  
Mahajan  
Company Secretary

Place: Agra

Date: 26<sup>th</sup> May, 2023

UDIN: 23074778BGUTAE9628



## CASH FLOW STATEMENT for the year ended 31<sup>st</sup> March, 2023

(In Lakhs)

PARTICULARS	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 202
<i>Cash flow from Operating activities</i>		
<b>Net Profit after Tax</b>	<b>22.88</b>	<b>(4.91)</b>
<b>Adjustments for :</b>		
Depreciation & Amortization	12.90	12.32
Provision for Current Tax	7.37	NIL
Loss / (Profit) on sale of Fixes Assets / Investments, Net	NIL	NIL
Interests Costs	1.42	2.66
Interest & Dividend Incomes	8.76	6.07
Deferred Taxes	(0.76)	(0.47)
<b>Operating cash flow before changes in working capital</b>	<b>52.56</b>	<b>15.66</b>
<b>Changes in Working Capital</b>		
(Increase) / decrease in Current Assets	(0.65)	(11.66)
Increase / (decrease) in Current Liabilities & Provisions	(5.83)	(8.36)
<b>Net changes in Working Capital</b>	<b>(6.48)</b>	<b>(20.02)</b>
Income Taxes Paid	(7.37)	NIL
<b>Net Cash generated / (used in) from Operating Activities (A)</b>	<b>38.71</b>	<b>(4.36)</b>
<i>Cash flow from Investing activities</i>		
Interest & Dividend Incomes received	(8.76)	(6.07)
Investments Made in Mutual Funds	NIL	NIL
Capital Expenditure	(2.59)	(0.40)
Sale of Fixed Assets / Investments	NIL	NIL
<b>Net Cash generated from Investing Activities (B)</b>	<b>(11.35)</b>	<b>(6.47)</b>
<i>Cash flow from Financing activities</i>		
Fresh Secured Loan Taken	NIL	NIL
Repayment of Secured Loans	(7.42)	(12.37)
Interest Paid	(1.42)	(2.66)
<b>Net Cash used in Financing Activities (C)</b>	<b>(8.84)</b>	<b>(15.03)</b>
<b>Net Increase in Cash and Bank Balances (A+B+C)</b>	<b>18.52</b>	<b>(25.85)</b>
<b>Cash and Bank balances at the beginning of the year</b>	<b>15.79</b>	<b>41.64</b>
<b>Cash and Bank balances at the end of the year</b>	<b>34.31</b>	<b>15.79</b>

For and on behalf of Board

**Ashok Kumar Mittal**  
Chairman

**Anil Kumar Agarwal**  
Whole Time Director

**Rakesh Kumar Mittal**  
Director

**Kusum Singhal**  
Director

**Amit Bose**  
CFO

**Ayesha Jain Mahajan**  
Company Secretary



## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023

### NOTE 1. SIGNIFICANT ACCOUNTING POLICIES

#### 1.1 GENERAL INFORMATION

Anna Infrastructures Ltd. (The “Company”) is a public limited company incorporated in India with its registered office in Agra, Uttar Pradesh, India. The Company is listed on the Bombay Stock Exchange Limited, Mumbai. The Company is engaged in the business of Real Estate Developer.

#### 1.2 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The Financial Statement of the company have been prepared in accordance with the Indian Accounting Standards (IND AS) prescribed under section 133 of the Companies (Indian Accounting Standards) Rules, as amended from time to time. The financial statement are consistent with those followed in the previous year.

#### 1.3 USE OF ESTIMATES

The preparation of the financial statement in conformity with India GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the difference between the actual and the estimates are cognized in which the results are known/materialize.

#### 1.4 RECOGNITION OF INCOME AND EXPENDITURE

- (a) Under the Real Estate Division of the Company the Income recognized at the point of Sale or booking amount received on estimation basis and balance of Profit & Loss of particular project accounted in that year in which the entire sale of said project will be completed.
- (b) The Company has booked the Income on a GP basis on sales/Bookings of Plots Shops, and balance of Profit & Loss of particular project accounted in that year in which the entire sale of said project will be completed. The Company is following the same method of accounting from more than 10 years consistently. Company has not started new project after 01-04-2012 hence guidance note on Real Estate transaction (issued by ICAI) is not applicable on Company.
- (c) Revenue/Income and costs/Expenditure are recognized on an accrual basis except dividends.

#### 1.5 FIXED ASSETS

Fixed Assets are stated at Cost less accumulated depreciation.

#### 1.6 TRANSITION TO IND AS

On transition to IND AS, the group has elected to continue with the carrying value of all its property plant and equipment recognized as at April 1, 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

#### 1.7 SUBSEQUENT EXPENDITURE

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the group.

#### 1.8 DEPRECIATION

Depreciation on Fixed Assets has been provided based on life assigned to each asset in accordance with schedule II of the Companies Act, 2013.

#### 1.9 INVESTMENTS

Investments are held by the Company are classified into Current and Long Term Investments Categories in terms of RBI Guidelines and valued accordingly. Long Term Investments are stated at cost and provision for diminution in value is made wherever considered necessary, if the diminution is of permanent nature. Current Investments are stated at lower of cost and fair value. Gains/Losses on disposal or redemption of investments are recognized in the profit & Loss Statement.

#### 1.10 INVENTORIES

Inventories under Real Estate Division of the Company are stated at lower of cost or net realizable value.

#### 1.11 CASH FLOW STATEMENT

Cash flow are reported using the indirect method, whereby profit/(loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from operating, investing and financing activities of the group are segregated based on the available information.



## **1.12 Reporting on ICDS**

### **ICDS 1 – Accounting Policies**

The Financial Statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. The entity follows the mercantile system of accounting and recognizes income and expenditure on an accrual basis except in case of significant uncertainties.

### **ICDS II – Valuation of Inventories**

Work in Progress is valued at cost or net realizable value, whichever is lower. Cost comprises all cost of purchase, cost of conversion and other cost incurred in bringing the inventory to the present location and condition. The Cost formulae used is either first in first out or specific identification, or the average cost as applicable. In terms section 145A the purchases, sales and inventory is valued inclusive of taxes the net impact of the same on profit and loss account is Nil.

### **ICDS III – Construction Contracts**

This ICDS is not applicable to the entity.

### **ICDS IV – Revenue Recognition**

Revenue/ Income and Cost/ Expenditure are generally accounted for on accrual basis as they are earned or incurred, except in case of significant uncertainties. However, where the ultimate collection of the same lacks reasonable certainty, revenue recognition is postponed to extent of uncertainty. Sale of Goods is recognized on transfer of significant risks and rewards of ownership.

### **ICDS V – Tangible Fixed Assets**

Fixed Assets are stated at cost less depreciation charged to accounts. Costs directly attributable to bring the Assets to its working condition are also capitalized. Disposal on fixed Assets is charged at rates as specified in schedule of Fixed Assets. Rate of Depreciation is consistent of previous financial years.

### **ICDS VII – Government Grants**

This ICDS is not applicable to the entity.

### **ICDS IX – Borrowing Costs**

Interest and other borrowing costs attributable to qualifying assets, are added to the cost of the qualifying asset, until such time as the assets are substantially ready for their intended use. Qualifying assets for capital of general borrowing costs are those that necessarily take more than one year or substantial period of time to get ready for their intended use.

### **ICDS X – Provisions, Contingent Liabilities and Contingent Assets**

Provisions involving a substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is reasonably certain that there will be an outflow of resources. A provision is not discounted to its present value and is determined based on the last estimate required to settle an obligation at the year end. These are reviewed every year end and adjusted to reflect the best current estimates. Contingent Liabilities are not recognized.

## **1.13 RISK MANAGEMENT FRAMEWORK**

A wide range of risks may affect the company's business and operational or financial performance. The risks that could have significant influence on the company are credit Risk, Liquidity & Funding Risk, Market Risk and Operational Risk. The management has a process to identify and analyze the risks faced by the company, to set appropriate risk limits and to control and to monitor risks and adherence to these limits. The risk management framework aims to:

**I** create a stable business planning environment by reducing the impact of interest rate fluctuations on the company's business plan.

**II** achieve greater predictability to earnings by determining the financial value of the expected earnings in advance.

### **A) CREDIT RISK**

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the trade and other receivables, cash and cash equivalents and other bank balances.

It is measured as the amount at risk due to repayment default by customers or counterparties to the company. Various metrics such as instalment default rate, overdue position, instalment moratorium, restructuring, one-time resolution plan, debt management efficiency, credit bureau information etc. are used as leading indicators to assess credit risk.



It is monitored using level of credit exposures, portfolio monitoring, and contribution of repeat customers, bureau data, and concentration risk of geography, customer and portfolio; and assessment of any major change in the business environment including economic, political as well as natural calamity/pandemic.

It is managed by a robust control framework by the risk and debt management unit. This is achieved by continuously aligning credit and debt management policies and resourcing, obtaining external data from credit bureaus and reviews of portfolios and delinquencies by senior and middle management team comprising of risk, analytics, debt management and risk containment along with business.

(a) Loans, Trade & Other Receivables

Credit risk from loans, trade & other receivables is managed by establishing credit limits, credit approvals and monitoring creditworthiness of the customers. Outstanding customer receivables are regularly monitored. The ageing of loans & trade receivables is as follows:

(Rs. In Lacs)

Particulars	As at 31 <sup>st</sup> March 2023
<b>Loans</b>	404.67
Less : Allowances for expected credit loss	NIL
<b>Trade &amp; Other Receivables</b>	
Outstanding for less than one year	NIL
Less: Allowance for doubtful debts	NIL
<b>TOTAL</b>	<b>404.67</b>

(b) Cash & Cash Equivalents & Other Bank Balances

The Company holds cash and cash equivalents and other bank balances of Rs. 34.31 Lakhs at 31<sup>st</sup> March 2023. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

**B) LIQUIDITY & FUNDING RISK**

Liquidity risk is the risk that the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

Funding risk arises from:

- Inability to raise incremental borrowings and deposits to fund business requirement or repayment obligations
- When long term assets cannot be funded at the expected term resulting in cash flow mismatches
- Amidst volatile market conditions impacting sourcing of funds from banks and money markets

It is measured by:

- Identification of gaps in the structural and dynamic liquidity statements.
- Assessment of incremental borrowings required for meeting the repayment obligation, the company’s business plan and prevailing market conditions.
- Liquidity coverage ratio (LCR) in accordance with guidelines.

The Company does not have any kind of Liquidity and Funding Risk as on 31.03.2023.

**C) MARKET RISK**

Market risk is the risk of loss of future earnings, fair values of future cash flows that may result from adverse changes in market rates and prices or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates & prices. Market risk comprises Currency Risk, Interest Risk & Price Risk.

It is measured using changes in equity prices, and sensitivities like Value at Risk (‘VAR’) basis point value (PV01), modified duration analysis and other measures to determine movements in our portfolios and impact on our income, including the sensitivity of net interest income. Market risks for the company encompass exposures to equity investments, Interest rate risks on investment portfolios as well as the floating rate assets and liabilities with differing maturities.

It is monitored by assessments of fluctuation in the equity price, interest rate sensitivities under simulated stress test scenarios given range of probable interest rate movements on both fixed and floating assets and liabilities.

It is managed by the company’s treasury team under the guidance of Board.

(a) Currency Risk



The Company's operations are only in India which results in no foreign currency risk exposure.

(b) Interest Risk

Interest rate risk is the risk that the fair value of future cash flow of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk through the impact of rate changes on interest-bearing liabilities and assets. The company manages its interest rate risk by monitoring the movements in the market interest rates closely.

(c) Price Risk

The company is exposed to equity price risk arising from investments held by the company. To manage its price risk arising from investment in equity securities, the company diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the company. However, the company has very little investment in equity market.

**D) OPERATIONAL RISK**

Operational risk is the risk arising from inadequate or failed internal processes, people or systems, or from external events. The company manages operational risks through comprehensive internal control systems and procedures laid down around various key activities in the company viz. loan acquisition, customer services, IT operations, fiancé function etc. Internal Audit also conducts a detailed review of all functions at least once a year, this helps to identify process gaps on timely basis. Further IT and Operations have a dedicated compliance and control units within the function who on continuous basis review internal processes. This enables the management to evaluate key areas of operational risks and the process to adequately mitigate them on an ongoing basis.

The Company has put in place a robust disaster recovery (DR) plan and business continuity plan (BCP) to ensure continuity of operations including services to customers, if any eventuality is to happen such as natural disasters, technological outage etc. Robust periodic testing is carried, and results are analyzed to address gaps in the framework, if any.

**1.14** Confirming of various debit and credit balances, loans and advances given and other liabilities etc. have not been received in some cases, which may have a revenue impact.

**1.15** Confirming of various debit and credit balances, loans and advances given and other liabilities etc. have not been received in some cases, which may have a revenue impact.

**1.16 TAXATION**

Income tax expenses represents the sum of the current tax and deferred tax.

**Current Tax:**

The tax currently payable is based on taxable profit under the Income Tax Act for the year. The Companies current tax is calculated using tax rates that have been enacted by the end of the reporting period.

**Deferred Tax:**

Deferred tax expense or benefit is recognized on timing difference between taxable income and accounting income that originates in one period and are capable of reversal in one or more subsequent periods.

**1.17 DIVIDENDS**

The final dividend on shares is recorded as a liability on the date of approval by shareholders and interim dividend are recorded as liability on the date of declaration by the Company's Board of directors.

However, during the financial year, the company has not declare any dividend.

**1.18 EARNIG PER SHARE**

Basic earnings per share is computed by dividing the Profit/ (loss) after tax (including the post – tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit/ (loss) after tax (including the post – tax effect of extraordinary items, if any) by the weighted average number of equity shares considered for deriving basic earnings per share since the company have not issued any securities which can be potential equity shares.

Company has not convertible securities which can be converted to stock, hence working for basic EPS and diluted EPS are same.

**1.19 EMPLOYEE BENEFITS**

As none of the employee is covered by the eligibility criteria hence no provision for the retirement benefit has been made.

**1.20 Remuneration to Directors**

Particulars	Current Year (Rs.)	Previous Year (Rs.)
	8,40,000	8,40,000





Salary		
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The Company is of the opinion that the computation of the net profit under section 198 of the Companies Act 2013 is not necessary as no commission is paid/payable to the Directors for the year ended 31.03.2023.

**1.21** Under Real Estate Division of the Company, the sale and booking is in progress in the following projects:

- Plots in Ikon City Project
- Plots in Ikon Greens Projects
- Land in Nainana Jaat
- Plots in Ikon Vatika (Project Sumangalam Residency)
- Plots In Ikon Vatika ( Project Vigyan Vihar)
- Shops in Anna Complex
- Shops In Anna Ikon

**1.22** Segment Information

Composition of Business segment

The Company's business divided into two segments as

- I.** Real Estate Business
- II.** Loan and Investment

Normally there is no inter segment transactions in the company.

As at 31.03.2023 segment revenues, result and other information

**A. Segment Revenue (Income)**

I.	Real Estate Business	77.60
II.	Loan and Investment	35.03
	Income from Operations	112.63

**B. Segment Results**

I.	Real Estate Business	25.84
II.	Loan and Investment	17.07
	Total	42.91
	Less : Interest	1.42
	Less : Net Unallocable Expenditure	20.76
	Add : Unallocable Income	8.76
	Total Profit before Tax	29.49

**C. Capital Employed**

I.	Real Estate Business	478.45
II.	Loan and Investment	478.45
	Total	956.88

**1.23 OTHER STATUTORY INFORMATION**

- (i) Company does not have any benami property, where any proceeding has been initiated or pending against the company for holding any benami property.
- (ii) The Company has not traded or invested in Crypto currency or virtual currency during the financial year.
- (iii) The company has not advanced or loaned funds to any person or entities, including foreign entities (Intermediaries) with the understanding that the intermediary shall:
  - (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
  - (b) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries other than in the ordinary course of the business.
- (iv) The Company has not received any funds from any person or entities, including foreign entities other than those disclosed above with the understanding that the company shall:
  - (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or



- (b) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- (v) The company does not have any transactions which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (vi) The company has no transactions with stuck off companies during the year.
- (vii) Term loans were applied for the purpose they were obtained. Further, short term loans availed have not been utilized for long term purposes by the company.
- (viii) The Company has not been declared as wilful defaulters by any bank or financial institutions of government of any government authority.

**1.24 Figures have been rounded to nearest Lacs Rupee.**

**Ashok Kumar Mittal**  
Chairman

**Anil Kumar Agarwal**  
Whole Time Director

**Rakesh Kumar Mittal**  
Director

**Place: Agra**  
**Date: 26<sup>th</sup> May, 2023**

**Kusum Singhal**  
Director

**Amit Bose**  
CFO

**Ayesha Jain Mahajan**  
Company Secretary



NOTES ANNEXED TO AND FORMING PART OF THE ACCOUNTS

(All amounts in Lacs in INR unless otherwise stated)

**NOTE 2. PROPERTY, PLANT AND EQUIPMENT**

As at 31.03.2023 As at 31.03.2022

**Particulars**

**Carrying amounts of:**

Freehold Land	NIL	NIL
Buildings	4.25	5.17
Plant & Equipment's	2.43	0.56
Furniture's & Fixtures	0.52	0.52
Office Equipment's	0.25	0.36
Vehicles	38.99	62.47
<b>TOTAL</b>	<b>46.44</b>	<b>69.07</b>

GROSS BLOCK	BAL. AS ON 01.04.2022	ADDITIONS	DISPOSALS	BAL. AS ON 31.03.2023
Freehold Land	NIL	NIL	NIL	NIL
Buildings	10.23	NIL	NIL	10.23
Plant & Equipment's	4.22	2.59	NIL	6.81
Furniture's & Fixtures	10.31	NIL	NIL	10.31
Office Equipment's	2.65	NIL	NIL	2.65
Vehicles	97.71	NIL	NIL	97.71
<b>TOTAL</b>	<b>125.13</b>	<b>2.59</b>	<b>NIL</b>	<b>127.72</b>

ACCUMULATED DEPRECIATION	BAL. AS ON 01.04.2022	ADDITIONS	DEPRECIATION EXPENSES	BAL. AS ON 31.03.2023
Freehold Land	NIL	NIL	NIL	NIL
Buildings	5.52	NIL	0.46	5.98
Plant & Equipment's	3.73	NIL	0.65	4.38
Furniture's & Fixtures	9.80	NIL	NIL	9.90
Office Equipment's	2.35	NIL	0.05	2.40
Vehicles	46.98	NIL	11.74	58.72
<b>TOTAL</b>	<b>68.37</b>	<b>NIL</b>	<b>12.90</b>	<b>81.27</b>

**NOTE 3. INVESTMENTS**

Particulars	Face Value Rs.	Nos. 31.03.2023	Nos. 31.03.2022	Value 31.03.2023	Value 31.03.2022
<b>CURRENT INVESTMENTS :</b>					
<b>FULLY PAID UP EQUITY SHARES</b>					
<b>Quoted</b>					
Datapro Information Technology Ltd.	2	500	500	0.01	0.01
Inox Leasing Limited	10	100	100	Nil	Nil
Shree Rajeshwar anand Paper Mills Ltd.	10	100	100	0.01	0.01
Sumeet Industries Ltd	10	200	200	0.01	0.01
JP Associates	2	1,000	1,000	0.33	0.33
<b>TOTAL QUOTED EQUITY</b>				<b>0.35</b>	<b>0.35</b>
<b>TOTAL Current Investments</b>				<b>0.35</b>	<b>0.35</b>

Cost



Aggregate Value of Quoted Current Investments	0.35	Mkt. Value 0.09
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**NOTE 4. CURRENT TAX ASSETS (NET)**

	As at 31.03.2023	As at 31.03.2022
Advance Tax (Including TDS)	10.27	6.47
<b>TOTAL</b>	<b>10.27</b>	<b>6.47</b>

**NOTE 5. INVENTORIES**

	As at 01.04.2022	Additions during the yr.	Cost of Goods Sold	As at 31.03.2023
- Ikon City Project	61.55	22.02	6.30	77.28
- IkonVatika Project (Khasra No.104 & 105)	28.04	Nil	Nil	28.04
- IkonVatika (Sumanglam Residency)	101.23	5.96	16.65	90.54
- IkonVatika (VigyanVihar)	17.72	5.97	Nil	23.68
-Anna Ikon Project	78.48	8.72	10.85	76.35
- Shivalik Residency Project	0.13	Nil	Nil	0.13
- Ikon Greens Project	62.12	36.51	Nil	98.63
- KalalKheria Project	90.59	Nil	Nil	90.59
<b>Total</b>	<b>439.86</b>	<b>79.18</b>	<b>33.80</b>	<b>485.24</b>

**NOTE 6. CASH AND CASH EQUIVALENTS**

	As at 31.03.2023	As at 31.03.2022
(a) Cash and Cheques in hand as Certified by management	1.58	2.16
(b) With scheduled banks : - In Current Accounts	8.73	13.63
	<b>10.31</b>	<b>15.79</b>

**NOTE 7. OTHER BANK BALANCE**

	As at 31.03.2023	As at 31.03.2022
In Fixed deposit	24.00	Nil
	<b>24.00</b>	<b>Nil</b>

**NOTE 8. LOANS**

	As at 31.03.2023	As at 31.03.2022
Loans (Unsecured)		
- Considered Good	404.67	450.89
- Considered Doubtful	Nil	Nil
	<b>404.67</b>	<b>450.89</b>

**NOTE. 9 OTHER FINANCIAL ASSETS**

	As at 31.03.2023	As at 31.03.2022
Advances		
-Recoverable in cash or kind or value to received	2.74	2.66
	<b>2.74</b>	<b>2.66</b>

**NOTE 10. OTHER CURRENT ASSETS**



	As at 31.03.2023	As at 31.03.2022
Accrued Income on Projects	4.05	6.45
	4.05	6.45

**NOTE 11. EQUITY SHARE CAPITAL**

Particulars	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Number of shares	Amount	Number of shares	Amount
<b>(a) Authorized</b>				
Equity shares of Rs 10/- each with voting rights	5,000,000	500.00	5,000,000	500.00
<b>(b) Issued</b>				
Equity shares of Rs 10/- each with voting rights	3,800,000	380.00	3,800,000	380.00
<b>(c) Subscribed and fully paid up</b>				
Equity shares of Rs 10/-each with voting rights	3,800,000	380.00	3,800,000	380.00
<b>(d) Subscribed but not fully paid up</b>				
	-	-	-	-
<b>Total</b>	<b>3,800,000</b>	<b>380.00</b>	<b>3,800,000</b>	<b>380.00</b>

The company has only one class of shares referred to as equity shares having a par value of Rs. 10/-. Each holder of one equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holders of the shares shall be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The amount distributed will be in proportion to the number of equity shares held by the shareholders.

**Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

Particulars	Opening Balance	Fresh issue	Other changes (give details)	Closing Balance
<b>Equity shares with voting rights</b>				
<b>Year ended 31 March, 2023</b>				
- Number of shares	3,800,000	-	-	3,800,000
- Amount (in Rs.)	380.00	-	-	380.00
<b>Year ended 31 March, 2022</b>				
- Number of shares	3,800,000	-	-	3,800,000
- Amount (in Rs.)	380.00	-	-	380.00

**Details of shares held by each promoter**

Class of shares / Name of shareholder	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022		Changes during the Year
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares	
<i>Equity shares with voting rights</i>					
Aditi Agarwal	72500	1.91%	14800	0.39%	1.52%
Akrati Agarwal	15500	0.41%	15500	0.41%	Nil
Alka Agarwal	73228	1.93%	73228	1.93%	Nil
Amit Mittal	388200	10.22%	388200	10.22%	Nil
Anil Kumar Agarwal	52600	1.38%	52600	1.38%	Nil



Anju Mittal	73100	1.92%	73100	1.92%	Nil
Ashok Kumar Mittal	329910	8.68%	329910	8.68%	Nil
Beena Agarwal	24800	0.65%	24800	0.65%	Nil
Krishna Devi Agarwal	1100	0.03%	1100	0.03%	Nil
Manish Kumar Garg	69600	1.83%	69600	1.83%	Nil
Monika Mittal	10000	0.26%	10000	0.26%	Nil
Natasha Agarwal	10000	0.26%	10000	0.26%	Nil
Neha Sumit Agarwal	10000	0.26%	10000	0.26%	Nil
Nimisha Agarwal	10000	0.26%	10000	0.26%	Nil
Nitika Gupta	30600	0.81%	30600	0.81%	Nil
Radhika Mittal	10000	0.26%	10000	0.26%	Nil
Rajeev Mittal	101880	2.68%	101880	2.68%	Nil
Rakesh Mittal	510500	13.43%	510500	13.43%	Nil
Ramesh Chand Agarwal	71510	1.88%	71510	1.88%	Nil
Rini Mittal	15800	0.42%	15800	0.42%	Nil
Seema Mittal	178800	4.71%	178800	4.71%	Nil
Shashi Mittal	152300	4.01%	152300	4.01%	Nil
Ashok Kumar Mittal	76000	2.00%	76000	2.00%	Nil
Har Bilas Mittal	88500	2.33%	88500	2.33%	Nil
Mittal Seema	73310	1.93%	73310	1.93%	Nil
Om Prakash Mittal	25000	0.66%	25000	0.66%	Nil
Rajeev Mittal	111500	2.93%	73500	1.93%	1.00%
Rakesh Mittal	84900	2.23%	84900	2.23%	Nil
TOTAL PROMOTERS SHAREHOLDING	2671138	70.29%	2575438	67.77%	2.52%

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022**

Particulars	Equity Share Capital	Other Equity (Reserve & Surplus)		Total Equity Attributable to Equity holders to the Company
		General Reserve	Surplus – Bal, in P&L A/c	
Balance as of April 1, 2021	380.00	23.25	535.66	938.91
Profit for the year	NIL	NIL	(4.91)	(4.91)
Balance as of March 31, 2022	380.00	23.25	530.75	934.00

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2023**

Particulars	Equity Share Capital	Other Equity (Reserve & Surplus)		Total Equity Attributable to Equity holders to the Company
		General Reserve	Surplus – Bal, in P&L A/c	
Balance as of April 1, 2022	380.00	23.25	530.75	934.00
Profit for the year	NIL	NIL	22.88	22.88
Balance as of March 31, 2023	380.00	23.25		956.88

**NOTE 12. OTHER EQUITY**

	As at 01.04.2022	Additions	Deductions *	As at 31.03.2023
General Reserve	23.25	NIL	NIL	23.25



Surplus - balance in P&L A/C	530.75	22.88	NIL	<b>553.63</b>
Total Reserves & Surplus	554.00	22.88	NIL	<b>576.88</b>

**NOTE 13. BORROWINGS**

	As at 31.03.2023	As at 31.03.2022
<b>(I) Secured Loans</b>		
Kotak Mahindra Term Loan*	NIL	5.20
Axis Bank Car Loan*	NIL	2.22
	<b>NIL</b>	<b>7.42</b>

\* Secured against Vehicle of the Company & Personal Guarantee of the Directors.

**NOTE 14. CURRENT MATURITIES OF LONG TERM DEBTS**

	As at 31.03.2023	As at 31.03.2022
<b>(I) Secured Loans</b>		
Kotak Mahindra Term Loan*	6.07	11.28
Axis Bank Car Loan*	2.58	8.26
	<b>8.65</b>	<b>14.54</b>

**NOTE 15. SHORT TERM PROVISIONS**

	As at 31.03.2023	As at 31.03.2022
Provision for Diminution in value of Investments	0.26	0.25
	<b>0.26</b>	<b>0.25</b>

**NOTE 16. OTHER CURRENT LIABILITIES**

	As at 31.03.2023	As at 31.03.2022
Rent Security	1.40	0.63
TDS Payable	0.11	0.19
Advance from Customers	16.00	24.00
Expenses Payable	0.66	0.67
	<b>18.17</b>	<b>25.49</b>

**NOTE 17. CURRENT TAX LIABILITIES (NET)**

	As at 31.03.2023	As at 31.03.2022
Provision for Income Tax	7.37	NIL
	<b>7.37</b>	<b>NIL</b>

**NOTE 18. REVENUE FROM OPERATIONS**

	As at 31.03.2023	As at 31.03.2022
<b>(A) INTEREST ON LOANS</b>		
Interest Income	35.03	39.77
	<b>35.03</b>	<b>39.77</b>
<b>(B) SALES</b>		
- Anna Ikon	15.50	NIL
- Ikon City	9.00	9.90
- Ikon Vatika (Sumangalam Residency)	55.50	NIL
	<b>80.00</b>	<b>9.90</b>
<b>(C) OTHER INCOME FROM REAL ESTATE</b>		



## Anna Infrastructures Ltd.

- Other Income from Real Estate Activities	(2.40)	(0.03)
<b>Total Revenue from Operations (A+B+C)</b>	<b>112.63</b>	<b>49.64</b>

### NOTE 19. OTHER INCOME

	As at 31.03.2023	As at 31.03.2022
Interest on Bank FDR	0.32	0.29
Rental Income	8.40	5.71
Dividend	0.03	NIL
Capital Gain	NIL	0.06
	<b>607,050</b>	<b>545,756</b>

### NOTE 20. EMPLOYEE BENEFIT EXPENSE

	As at 31.03.2023	As at 31.03.2022
Salary	26.47	24.86
Food & Beverages to Staff	0.31	0.23
Conveyance Allowance	0.11	NIL
	<b>26.89</b>	<b>25.09</b>

### NOTE 21. FINANCIAL COSTS

	As at 31.03.2023	As at 31.03.2022
Interest to Financial Institutions	0.96	1.75
Interest to Bank	0.36	0.60
Interest Paid on Income-Tax/TDS	NIL	0.22
Bank Charges	0.10	0.09
	<b>1.42</b>	<b>2.66</b>

### NOTE 22. OTHER EXPENSES

	As at 31.03.2023	As at 31.03.2022
Advertisement Expenses	0.29	0.37
Electricity & Power	2.11	1.95
Motor Car Expenses	2.81	2.92
Telephone Expenses	0.14	0.14
Scooter Expenses	0.10	0.13
Festival Expenses	0.28	NIL
Office Expenses	0.47	0.23
Printing & stationery	0.36	0.21
Business Promotion	0.84	0.61
Repairs & Maintenance	0.10	0.13
Legal & Professional Charges	6.14	5.64
Water/Municipal Taxes Paid	1.51	NIL
Auditors Remuneration	0.59	0.59
Provision for Diminution in value of Investment	0.01	0.04
Books & Periodicals	0.03	0.02
Meeting Expenses	1.13	1.11
	<b>16.89</b>	<b>14.10</b>

### NOTE 23. BEING PART OF NOTES ON ACCOUNTS

Working for calculating of Earning per Share is as below:

Particulars	FY 2022-23		FY 2021-22
Basic Earnings per Share	0.60	(0.13)	
Diluted Earnings per Share	0.60	(0.13)	
<b>Basic Earnings per Share</b>			





The Earnings and Weighted average number of Equity shares used in the calculation of basic earnings per share are as follows:

<b>Particulars</b>	<b>FY 2022-23</b>	<b>FY 2021-22</b>
Profit/ (loss) for the year	22.88	(4.91)
Earnings used in the calculation of basic EPS	22.88	(4.91)

<b>Particulars</b>	<b>FY 2022-23</b>	<b>FY 2021-22</b>
Number of Equity Shares of Rs.10/- each		
Outstanding at the end of the year	<b>3,800,000</b>	3,800,000
Weighted average number of Equity shares		
For the purpose of Basic EPS	<b>3,800,000</b>	3,800,000

\*Company has not convertible securities which can be converted to stock, hence working for basic EPS and diluted EPS are same.

**NOTE 24. BEING PART OF NOTES ON ACCOUNTS**

- Particulars of employees who are in receipt of Rs. 60,00,000 per annum when employed throughout the Financial year or Rs. 5, 00,000 per month when employed for the part of year: Nil (2021-22: Nil).
- As none of the employee is covered by the eligibility criteria hence no provision for the retirement benefit has been made.

**NOTE 25. BEING PART OF NOTES ON ACCOUNTS**

	<b>As at 31.03.2023</b>	<b>As at 31.03.2022</b>
<b>PAYMENT TO AUDITORS</b>		
A) Statutory Audit	<b>0.30</b>	0.30
B) Tax Audit	<b>0.10</b>	NIL
C) Other Matters	<b>0.10</b>	0.20
	<b>0.50</b>	0.50

**NOTE 26. BEING PART OF NOTES ON ACCOUNTS**

- An amount of Rs. 7.36952/- Lacs has been provided for in the accounts of the company for the Financial Year 2022-23 towards Income tax in accordance with the provision of Income Tax, 1961. (2021-22: Rs. NIL).
- Deferred Tax expense or benefit is recognized on timing difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.
- Deferred tax asset and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

**NOTE 27. BEING PART OF NOTES ON ACCOUNTS**

In accordance with Accounting Standard 22 “Accounting for Taxes on Incomes” notified under the Companies Act, 2013 by the Central Government, the timing difference have resulted in net deferred tax Asset of Rs. 247,892/- as the year end 31st March, 2023.

<b>Break up of Deferred Tax Assets is given below :</b>	<b>As at 31.03.2023</b>	<b>As at 31.03.2022</b>
<b>A. DEFERRED TAX ASSETS:</b>		
On Account Of Depreciation		
DTA / (DTL) Brought forward from earlier years	<b>2.48</b>	<b>2.00</b>
Additions during the year	<b>0.76</b>	<b>0.47</b>
Closing Balance	<b>3.24</b>	<b>2.48</b>

**NOTE 28. BEING PART OF NOTES ON ACCOUNTS**

The Company is a Small and Medium-sized Company (SMC) as defined in the General Instructions in respect of Accounting Standards notified under the Companies Act, 2013. Accordingly, the Company has compiled with the Accounting Standards as applicable to a Small and Medium-Sized Company.

**NOTE 29. BEING PART OF NOTES ON ACCOUNTS**

The Company has not received any intimation from "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence, the following disclosures under the said Act have been shown as nil.



	As at 31.03.2023	As at 31.03.2022
A. The principal amount and interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of accounting year;	NIL	NIL
B. The amount of interest paid by the buyer in terms of Section 16 of the said Act along with the amount of the payment made to the supplier beyond the appointed day during each accounting period;	NIL	NIL
C. The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointment day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	NIL	NIL
D. The amount of interest accrued and remaining unpaid at the end of each accounting year; and	NIL	NIL
E. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, under Section 23 of Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL

### NOTE 30. BEING PART OF NOTES ON ACCOUNTS

Related Party disclosures, as required in terms of Accounting Standard (AS) 18 are given below :

#### Relationships :

#### A) Individuals having voting power with control or significant influence :

- i) Shri. Amit Mittal
- ii) Shri. Rakesh Kumar Mittal
- iii) Shri. Ashok Kumar Mittal
- iv) Shri. Ramesh Chand Agarwal
- v) Shri. Anil Kumar Agarwal

#### B) Relatives of Key Management Personnel, where transaction have taken place : NIL

#### C) Associate Companies owned by Directors or Major Shareholders : NIL

Note: Related party relationships are as identified by the Company and relied upon by the Auditors.

Nature of Transaction	Individual with Control	Relatives of Key Managerial Personnel	Associate Companies owned by Directors/major Share holders	TOTAL
1) Loans Received	-	-	-	-
2) Loans Refunded	-	-	-	-
3) Directors Sitting Fees	0.25	-	-	0.25
3) Directors' Remuneration	8.40	-	-	8.40
<b>TOTAL</b>	<b>8.65</b>	<b>-</b>	<b>-</b>	<b>8.65</b>

### NOTE 31. BEING PART OF NOTES ON ACCOUNTS

Preliminary Expenses are being written off over a period of five years.

### NOTE 32. BEING PART OF NOTES ON ACCOUNTS

#### Provision, Contingent Liabilities & Contingent Assets :

#### Financial Instruments

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instruments. Company has a business model of "Hold to Collect" with the sole purpose of collecting principal and interest from loans, thus as per IND AS-109 – "Financial Instruments" loans are measured at amortized cost.



Other Financial assets and liabilities maturing within one year from the balance sheet date are measured at carrying value as the same approximate the fair value due to short maturity of these instruments.

**Impairment of Financial Assets**

In accordance with IND AS-109, the company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment of financial assets on the basis of their credit risk exposure. For the same, ECL is measured as per management policy after performing due diligence of the company’s historical data in regards to the respective asset. After the analysis of historical data management had ascertained that every financial assets is undisputed and considered good therefore no provision under ECL is required to be made.

Estimated amounts of contract to be executed and not provided for as on 31<sup>st</sup> March 2023 is : NIL (2021-22: NIL)

In the opinion of the board, the assets other than fixed assets and non-current investments are approximately of the same value stated, if realized in the ordinary course of business.

**NOTE 33. BEING PART OF NOTES ON ACCOUNTS**

Earnings in foreign currency of Rs. Nil (2021-22: Nil)  
Expenditure in foreign currency of Rs. Nil (2021-22: Nil)

**NOTE 34. BEING PART OF NOTES ON ACCOUNTS**

Disclosure under section 186 of the Companies Act, 2013

Type of Borrower	As at March 31, 2023		As at March 31, 2022	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoter	NIL	NIL	NIL	NIL
Director	NIL	NIL	NIL	NIL
KMP’s	NIL	NIL	NIL	NIL
Related Parties*	NIL	NIL	NIL	NIL

**NOTE 35: ACCOUNTING RATIOS**

Details of Ratio’s to be disclosed in the financial statements for the year ended March 31, 2023 are as under:

Name of the Ratio	Current Year			Previous Year Ratio	% Variance
	Ratio	Numerator	Denominator		
(a) Current Ratio	27.03	931.02	34.45	22.73	18.90%
(b) Debt Equity Ratio	0.01	8.65	956.88	0.02	-54.82%
(c) Debt service coverage Ratio	5.05	43.71	8.65	0.63	702.32%
(d) Return on Equity (ROE)	0.02	22.88	945.44	-0.01	342.02%
(e) Inventory Turnover Ratio	0.07	33.80	462.55	0.02	265.37%
(f) Trade receivable turnover ratio	NA	NA	NA	NA	NA
(g) Trade Payables Turnover Ratio	NA	NA	NA	NA	NA
(h) Net Capital turnover Ratio	0.13	112.63	885.97	0.05	154.26%
(i) Net Profit Ratio	0.20	22.88	112.63	-9.90	102.05%
(j) Return on Capital Employed (Roce)	0.03	29.49	956.88	-0.01	408.17%
(k) Return on investment	NA	NA	NA	NA	NA

Reason for Variance:



- (i)Debt Equity Ratio: Debt Equity Ratio has been decreased from 0.02 to 0.01 in comparison to last financial year due to decrease in debt of the company in current Year.
- (ii)Debt Service Coverage Ratio: Debt Service Coverage Ratio has been increased from 0.63 to 5.05 in comparison to last financial year due to increase in profits of the company in current year.
- (iii) Return on Equity: Return on equity has increased from (0.01) to 0.02 in comparison to last financial year due to company has earned profits during the current year as compare to losses in the last year.
- (iv) Inventory Turnover Ratio: Inventory Turnover Ratio has increased from 0.02 to 0.07 in comparison to last financial year due to increased turnover of the company in current year.
- (v)Net Capital Turnover Ratio: Net Capital Turnover Ratio has increased from 0.05 to 0.13 in comparison to last financial year due to increased turnover of the company in current year.
- (vi) Net Profit Ratio: Net profit ratio has increased from (9.90) to 0.20 in comparison to last financial year due to increase in profits of the company in the current year.
- (vii)Return on Capital Employed: Return on capital Employes has increased from (0.01) to 0.03 in comparison to last financial year due to increase in profits of the company in the current year.

**NOTE 36: BEING PART OF NOTES ON ACCOUNT**

Previous Year's Figures have been regrouped wherever necessary.

**(Manish Goyal)**

Partner

M. No. 074778

For and on behalf of

**MANISH GOYAL & Co.**

**For and on behalf of Board**

**Ashok Kumar  
Mittal  
Chairman**

**Anil Kumar Agarwal  
Whole Time Director**

**Rakesh Kumar  
Mittal  
Director**

Firm Reg. No. : 006066C  
Chartered Accountants

**Kusum Singhal  
Director**

**Amit Bose  
CFO**

**Ayesha Jain  
Mahajan  
Company Secretary**

**Place:** Agra

**Date:** 26<sup>th</sup> May, 2023

UDIN : 23074778BGUTAE9628



**ATTENDANCE SLIP**

**31st Annual General Meeting on 11<sup>th</sup> September, 2023**

Name of the Member attending meeting	
Reg. Folio/DP & Client No.	
No. of Shares Held	

I certify that I am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the 31st Annual General Meeting of the Company at Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower, Sanjay Place, Agra-282002 at 01.00 P.M on Monday, the 11<sup>th</sup> September, 2023.

Members' Name \_\_\_\_\_ Proxy's Name \_\_\_\_\_

Members'/Proxy Signatures \_\_\_\_\_

**Note:**

- 1) Please fill this attendance slip and hand it over at the entrance of the premises.
- 2) The Proxy, to be effective should be deposited at the Registered Office of the Company not less than FORTY EIGHT HOURS before the commencement of the meeting.
- 3) A Proxy need not be a member of the Company.
- 4) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.



**Form No. MGT-11**

**Proxy form**

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

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

I/We, being the member(s) holding \_\_\_\_\_ shares of the above named Company, hereby appoint

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

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

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

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the company, to be held on Monday, 11<sup>th</sup> Day of September, 2023 at 1.00 p.m. at Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower, Sanjay Place, Agra-282002 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Ordinary Business	Vote	
		For	Against
1.	Adoption of Statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2023.		
2.	Re-appointment of Mr. Ramesh Chand Agarwal who retires by rotation.		

Sl. No.	Special Business	Vote	
		For	Against
3.	Re-appointment of Mr. Ashok Kumar Mittal, as Chairman & Non-Executive Director.		
4.	Re-appointment of Mr. Rakesh Kumar Mittal as Non-Executive Director.		
5.	Re-appointment of Mr. Ramesh Chand Agarwal as Non-Executive Director.		
6.	Re-appointment of Mr. Ashok Kumar Mittal, as Chairman & Non-Executive Director on account of attaining the age of 70 years.		
7.	Re-appointment of Mr. Rakesh Kumar Mittal, as Non-Executive Director on account of attaining the age of 70 years.		
8.	Re-appointment of Mr. Ramesh Chand Agarwal, as Non-Executive Director on account of attaining the age of 75 years.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2023

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder

Affix Revenue  
Stamps of Rs. 1/-

Across Revenue Stamp

Note:

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



**Book -Post**

**To**

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*If undelivered please returned to:*

**ANNA INFRASTRUCTURES LIMITED**

**Corporate and Registered Office:**

Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower,  
Sanjay Place, Agra- 282002, Uttar Pradesh

Telephone: 0562-4060806

Email: [annainfra@gmail.com](mailto:annainfra@gmail.com)