

YURANUS INFRASTRUCTURE LTD

26th Annual Report

2019-2020

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YURANUS INFRASTRUCTURE LIMITED
CIN: L74110GJ1994PLC021352

Board of Directors

Mr. Pankhil Dineshbhai Desai (DIN: 02908540)
(Additional Executive Director)

Mr. Mohit Dinesh Desai
(DIN: 03089420)
(Managing Director)

Mr. Rajendrakumar Shantilal Gandhi
(DIN: 06492333) (Independent Director)

Mr. Atul Jayantilal Shah
(DIN: 06492361) (Independent Director)

Ms. Nisha Mohit Desai (DIN: 06593368)
(Executive Director)

Mr. Maulik Arunbhai Shah
(CFO)

Ms. Riddhi Nareshkumar Shah
(Company Secretary)

Auditors

Mistry & Shah LLP
Chartered Accountants

Internal Auditors

Hemal Rathod, Chartered Accountant
Partner, TRS & Associates.

Registered Office

201, 2nd Floor, Maulik Arcade, Above Karnavati Pagarkha Bazar,
Mansi Cross Road, Vastrapur Ahmedabad -380015
Tel. No.: 079-40082820 / 21
E-mail address: info@yuranusinfra.com;
investors@yuranusinfra.co;
pankhilfinlease@yahoo.com
Website: www.yuranusinfra.com

Bankers

Bank of Baroda

Registrar & Transfer Agents

Link Intime India Pvt. Ltd,
5th floor, 506 to 508 Amarnath Business
Centre - I (ABC - I), Beside Gala Business
Centre, Nr. St. Xavier's College Corner Off
C G Road, Navrangpura, Ahmedabad,
Gujarat-380009.

NOTICE TO THE SHAREHOLDERS

NOTICE is hereby given that the 26th Annual General Meeting of the members of Yuranus Infrastructure Limited will be held through VC/OVAM at the Registered Office of the Company (deemed venue for meeting) situated at 201, 2nd Floor, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur Ahmedabad -380015 on Tuesday, December 22nd, 2020 at 11.30 a.m. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements for the year ended as at March 31st, 2020 and the Statement of Profit & Loss for the year ended on that date and the reports of the Directors along with requisite annexure(s) and the Auditors thereon.
2. To appoint a Director in place of Ms. Nisha Mohit Desai (DIN: 06593368), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. **Regularisation of Additional Director, Mr. Pankhil Dineshbhai Desai (DIN:02908540), by appointing him as an Executive Director of the Company**

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

“RESOLVED THAT Mr. Pankhil Dineshbhai Desai, who was appointed as an Additional Director on the Board of Directors (‘Board’) of the Company with effect from 12th June, 2020, in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Executive Director of the Company.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution.”

4. **Consent of Members for increase in the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate**

To consider and if thought fit, to convey assent or dissent to the following **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 (‘the Act’) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘the Board’, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time

to time, in future, shall not exceed over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013.”

“**RESOLVED FURTHER THAT** the Board of Directors (or a Committee thereof constituted for this purpose) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

NOTES:-

1. **The AGM will be held at the said venue by strictly adhering to the Social Distancing Norms and Other Safety Protocols including face masks, hand sanitization etc. as per the latest guidelines / advisories /SOP's issued by the Ministry of Health & Family Welfare, Govt. of India and the State Govt. amid COVID-19 Pandemic.** Entry to the venue will be made on 'first come first basis' according to the maximum permissible limit for a gathering at a place (presently fifty) as per the lock down restrictions prevailing at that time.
2. Explanatory Statement setting out all material facts relating to special business contained in item No. 3 as required under Section 102 of the Companies Act, 2013 is annexed hereto.
3. Since the requirement of printing and dispatch of hard copy of annual report to the shareholders are dispensed with for listed entities who conduct their AGMs during the calendar year 2020 (i.e. till December 31, 2020) by SEBI vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12th, 2020 therefore the Annual Report for the F.Y. 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.yuranusinfra.com, and on the website of NSDL www.evoting.nsdl.com.
4. Members are also requested to register/update their email addresses, contacts details and other information(s) as per KYC norms, with the depository participant (in case of shares held in dematerialized form) or with Company / LinkIntime India Private Limited, Registrar and Share Transfer Agent of the Company (in case of Shares held in physical form).
5. As per the Companies Act, 2013 and rules made thereunder all documents to be sent to shareholders like General Meeting Notices (including AGM), Audited Financial Statements, Directors' Report, Auditors' Report, etc. henceforth to the shareholders in electronic form, to the e-mail address provided by them and made available to us by the RTA/Depositories.
6. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to amrishgandhi72@gmail.com with a copy marked to evoting@nsdl.co.in.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote.
8. Members are requested to furnish their bank account details, change of address and all other required details to the Registrar & Share Transfer Agent in respect of shares if held in physical form. In case of shares held in electronic form, these details should be furnished to the respective Depository Participants (DPs).

9. 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 card numbers/copies of PAN card 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/Registrar and Share Transfer Agent, M/s. LinkIntime India Pvt. Ltd.
10. Members are requested to send all communication relating to shares including requests for transfer, change of address, change of status, change of mandate, Bank Account details to our Registrar and Share Transfer Agents: Link Intime India Pvt. Ltd, 5th floor, 506 to 508 Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner Off C G Road, Navrangpura, Ahmedabad, Gujarat, 380009, Tel. No.: 079 - 26465179
11. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013 (corresponding to Section 109A of the Companies Act, 1956). Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH. 13 duly filled in to LinkIntime India Private Limited at the above mentioned address or the Registered Office of the Company. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
12. In terms of Regulation 40(1) of SEBI Listing Regulation, 2015, as amended, securities can be transferred only in dematerialized form w.e.f. April 01st, 2019 except in case of request received for transmission or transposition of securities. Member holding shares in physical forms are requested to consider converting their holdings to dematerialized form. Transfer of equity shares in electronic form is effected through the depositories with no involvement of the Company.

13. PROCESS AND MANNER FOR MEMBERS OPTING FOR E-VOTING ARE AS UNDER:

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the EGM/AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

1. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporate is entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.
5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.yuranusinfra.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
6. AGM has been convened through VC/OA VM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

7. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Saturday, 19th December, 2020 at 09:00 A.M. and ends on Monday, 21st December, 2020 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in Demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in Demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 are given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to amrishgandhi72@gmail.com <Please mention the e-mail ID of Scrutinizer> with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

Registered Office:

201, 2nd Floor, Maulik Arcade,
Above Kamavati Pagarkha Bazar,
Mansi Cross Road, Vastrapur
Ahmedabad -380015

Place: **Ahmedabad**
Dated: **May 30th, 2020**

By Order of the Board of Directors
For **Yuranus Infrastructure Limited**

Sd/-
MOHIT DINESH DESAI
(Managing Director)
DIN: 03089420

**EXPLANATORY STATEMENT SETTING OUT THE MATERIAL FACTS
RELATING TO THE SPECIAL BUSINESS MENTIONED UNDER ITEM NO. 3 OF
THE ACCOMPANYING NOTICE**

Item No. 3

i) Mr. Pankhil Dineshbhai Desai was appointed as an Additional Director of the Company with effect from 12th June, 2020, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

ii) The Board is of the view that the appointment of Mr. Pankhil Dineshbhai Desai on the Company's Board as Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 3 for approval by the members of the Company.

iii) None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Pankhil Dineshbhai Desai, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as a Special resolution.

Item No. 4

The Company has been making investments in, giving loans and guarantees to and providing securities in connection with loans to various persons and bodies corporate from time to time, in compliance with the applicable provisions of the Act. The provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended to date, provides that no company is permitted to, directly or indirectly, (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more. Further, the said Section provides that where the giving of any loan or guarantee or providing any security or the acquisition as provided under Section 186(2) of the Act, exceeds the limits specified therein, prior approval of Members by means of a Special Resolution is required to be passed at a general meeting. As per the latest audited Balance Sheet of the Company as on 31st March 2020, sixty per cent of the paid-up share capital, free reserves and securities premium account amounts to 125.118 Lakhs while one hundred per cent of its free reserves and securities premium account amounts to Rs. (141.48) Lakhs. Therefore, the maximum limit available to the Company under Section 186(2) of the Act for making investments or giving loans or providing guarantees / securities in connection with a loan, as the case may be, is Rs. 125.118 Lakhs. As on 31st March 2019, the aggregate value of investments and loans made and guarantee and securities issued by the Company, as the case may be, amounts to Rs. 187.92 Lakhs.

In view of the above and considering the long term business plans of the Company, which requires the Company to make sizeable loans / investments and issue guarantees / securities to persons or bodies corporate, from time to time, prior approval of the Members is being sought for enhancing the said limits. Hence, the Special Resolution at Item No.4 of the Notice, notwithstanding the fact that the same exceeds the limits provided under Section 186 of the Act.

The Directors recommend the Special Resolution as set out at Item No. 4 of the accompanying Notice, for Members' approval.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution.

Registered Office:

201, 2nd Floor, Maulik Arcade,
Above Karnavati Pagarkha Bazar,
Mansi Cross Road, Vastrapur
Ahmedabad -380015

By Order of the Board of Directors
For **Yuranus Infrastructure Limited**

Place: **Ahmedabad**
Dated: **May 30th, 2020**

SD/-
MOHIT DINESH DESAI
(Managing Director)
DIN: 03089420

BOARD'S REPORT

To,
The Members,
YURANUS INFRASTRUCTURE LIMITED

Your Directors have pleasure in presenting their 26th Annual Report together with Audited Statement of Accounts for the year ended March 31st, 2020.

FINANCIAL RESULTS

Particulars	Current Year 2019-2020 (Rs. in Lakhs)	Previous Year 2018-2019 (Rs. in Lakhs)
Total Income	91.24	96.16
Total Expenses	81.44	89.37
Profit before Tax	9.80	6.79
Tax Expenses		
For the current year	2.44	1.76
For the prior years	-	-
Deferred Tax	-	-
Total Tax Expenses	2.44	1.76
Profit after Tax	7.36	5.02
Balance brought forward	-148.84	-153.85
Profit for the year	7.36	5.02
Balance carried to Balance Sheet	-141.49	-148.84

FINANCIAL PERFORMANCE

The total income of the company for the year under review is Rs. 91.24/-Lakhs as compared to Rs. 96.16/- Lakhs recorded in the previous year. Net Profit after tax stood at Rs. 7.36 Lakhs as compared to Rs. 5.02 Lakhs in the previous year.

CoVID-19

In the wake of the novel Corona virus (COVID-19) outbreak across the globe, Indian Central Government, State Governments and Municipal Authorities have issued various advisory directives and the Company has been taking various precautionary measures to ensure safety and health of all our employees.

In view of the lock-down in many of the States across the country, the operations in most of our locations are disrupted. All the employees in our offices have been instructed to work from home.

The Company adhering all preventive measures as per various circulars of Government of India and States Government(s) at its locations/ offices and has resumed its Operations/ Business activities with reduced strength of Manpower as per directives of the respective State Government or Central Government Guidelines, as applicable.

The company has assessed the future impact of CoVID-19 pandemic on its operations, profitability, liquidity position & demand for its services etc. and mentioned the same in its financial statement for the F.Y. 2019-20.

AMOUNT THE COMPANY PROPOSES TO CARRY TO ANY RESERVES

The Company proposes to transfer the following amounts to reserves:

Name of Reserve	Amount Transferred
Nil	NA

FUTURE OUTLOOK

Due to the COVID-19 pandemic globally, the economy of every Country has drastically decreasing in the history. Survival in the business is challenging task for everyone. However, you Company is highly optimistic to improve its performance substantially.

DIVIDEND

In order to conserve resources for operational purposes, your Directors did not recommend any dividend on the equity shares for the year under review.

PUBLIC DEPOSITS

During the year under review, your Company has not accepted any deposits under the provisions of Section 73 of the Companies Act, 2013 and the rules made there under, for the time being in force.

MATERIAL EVENTS THAT HAVE OCCURRED AFTER THE BALANCE SHEET DATE

There have been no material changes and commitments affecting financial position of the Company that have occurred between the balance sheet date and date of this report.

IMPACTING ON GOING CONCERN STATUS AND COMPANY'S OPERATIONS

During the period under review, there have been no significant and material orders passed by any regulators or courts or tribunals impacting the going concern status and Company's operation in future.

HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

During the year under review, the Company is not having any subsidiary Company, holding Company & Associate Company.

CAPITAL/ FINANCE

As on March 31, 2020, the issued, subscribed and paid-up share capital of your Company stood at Rs. 3,50,00,000/-, comprising 35,00,000 Equity shares of Rs.10/- each.

The Company has not availed any credit facilities / financial assistance from any Financial Institution(s) and/or Bank(s). The Company is debt free Company.

LISTING OF SECURITIES

The Company's equity shares are listed on BSE Limited. All the stakeholders are further requested to have Dematerialization of equity shares held by them (if not dematerialized yet) at the earliest, for trading of shares only after meeting the criteria / parameters / norms / requirements of the Stock Exchange, for trading of the shares.

DIRECTORS AND KEY MANEGERIAL PERSONNEL

Retirement by rotation

In pursuance to the applicable provisions of the Companies Act 2013 read with (Articles of Association of the Company), Ms. Nisha Mohit Desai (DIN: 06593368), Director retires at the ensuing Annual General Meeting and being eligible, offer herself for re-appointment.

The Board recommends her re-appointment.

EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) of the Companies Act, 2013 ('the Act') and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return in the prescribed form MGT-9 is annexed as "**Annexure-I**".

MANAGEMENT DISCUSSION AND ANALYSIS

In terms of the provisions of Regulations 34 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, the management discussion and analysis is set out in this report.

DETAILS OF BOARD MEETINGS

The Board met **5 (Five)** times during the financial year, the detail of which are given in the corporate governance report. The maximum interval between any two meetings did not exceed 120 days as prescribed in the Companies Act, 2013.

COMMITTEES OF BOARD

During the year under review, the details of composition of the various Committees of the Board of Directors (including re-constitution) are as under:-

(1) Audit Committee	(2) Nomination and Remuneration
(3) Stakeholders' Relationship Committee	

All the above mentioned committees consist maximum of independent directors. A detailed note on the composition of the Board and its committees is provided in the corporate governance report section of this Annual Report.

POLICIES

The Company has adopted the following policies and codes, in terms of requirements of Companies Act, 2013 and relevant updated SEBI regulations and these are reviewed periodically by the Board and updated based on need and new compliance requirement, as applicable upon the Company, from time to time:-

1.	Risk Management Policy & Procedure	2.	Related Party Transaction Policy (Policy & Standards Operating Process)
3.	Vigil Mechanism / Whistle Blower Policy	4.	Code of practices & procedures for fair disclosure of unpublished price sensitivity information
5.	Code of Conduct for Regulating, Monitoring & Reporting of Trading by Insiders	6.	Board Performance Evaluation Policy (Policy & Standards Operating Process)
7.	Nomination & Remuneration Policy	8.	Criteria for Determining Qualifications, Positive Attributes & Independence of a Director
9.	Policy on Archiving & Preservations of Documents	10.	Policy for Determination of Materiality of Events or Information for Disclosure to the Stock Exchange
11.	Policy & Procedures on Internal Financial Controls	12.	Code of conduct for the Directors and Senior Management
13.	Code of Conducts for Independent Directors		

DECLARATION FROM INDEPENDENT DIRECTOR

The Company has received necessary declaration from each independent director(s) under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 159(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and the relevant provisions of the Listing Regulations, the Board has carried out an annual evaluation of its own performance and that of its Committees as well as performance of the Directors individually.

A separate exercise was carried out by the Nomination and Remuneration Committee of the Board to evaluate the performance of individual Directors. The performance evaluation of the Non-Independent Directors and the Board as a whole was carried out by the Independent Directors. The performance evaluation of the Chairman of the respective Committee Meeting(s) of the Company was also carried out by the Independent Directors, taking into account the views of the Executive Director and Non- Executive Directors. The Directors expressed their satisfaction with the evaluation process.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;

- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

AUDITOR AND AUDITOR'S REPORT

The members in their 25th Annual General Meeting have already approved the appointment of M/s. MISTRY AND SHAH., Chartered Accountants (ICAI Firm Registration Number 122702W) as Statutory Auditors of the Company for the Five (5) financial years i.e. from the conclusion of the 25th AGM till the conclusion of the 30th AGM to be held in the year 2024. Ministry of Corporate Affairs vide its notification dated May 07th, 2018 omitted the requirement to ratify the appointment of Statutory Auditors of the Company in every annual general meeting.

The following non-compliances have been identified by the Statutory Auditors in the company for the period under review and the comments by management on each observation is summarized as below:-

Sr. No.	Observations by Statutory Auditors	Comments by Management
1	The Company has failed to comply with Section 203 of Companies Act, 2013 read with Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 which requires every listed entity to have the following whole-time key managerial personnel,— (i) Managing director, or Chief Executive Officer or manager and in their absence, a whole-time director; (ii) Company secretary; and (iii) Chief Financial Officer by not appointing a Company Secretary as well as a Chief Financial Officer for the purpose.	The Company has appointed Ms. Riddhi Shah as Company Secretary of the Company with effect from 25 th May, 2020 in their Board Meeting held on 25 th May, 2020. The Company has also appointed Mr. Maulik Shah as CFO of the Company with effect from 12 th June, 2020 in their Board Meeting held on 12 th June, 2020.
2.	Section 138(1) of Companies Act, 2013 read with Rule 13 of Chapter IX of the Companies (Accounts) Rules, 2014 requires every listed entity to appoint an internal auditor whereas the company has failed to comply with the same.	The Company has appointed CA Hemal Rathod of TRS & Associates, Chartered Accountants as Internal Auditors of the Company for the Financial Year 2020-21 in their Board Meeting held on 12 th June, 2020.
3.	Minutes are required to be maintained for every Board Meetings, General Meetings and Committee Meetings held during the period under Section 118 of the Companies Act, 2013. The Company has not maintained any such records and minutes.	Minutes have been signed and duly maintained for Board Meetings, General Meetings and Committee Meetings held during the period under Section 118 of the Companies Act, 2013.
4.	Section 186 of the Act requires the Company to pass a special resolution for lending money in excess of the specified limits in the Section. The Company has lent	The Company has passed a Special Resolution under Section 186 of the Act for lending money

	money in excess of the permissible limits and has not obtained special resolution from the members of the Company regarding the same.	in excess of the specified limits in the Section. The Company has obtained special resolution from the members of the Company regarding the same in the Notice of the ensuing Annual General meeting as Special Business.
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SECRETARIAL AUDITORS AND THEIR REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules framed thereunder Mr. Amrish Gandhi, Practicing Company Secretary (ICSI Certificate of Practice No. 5656), 504, Shivalik Abaise, Nr. Anand Nagar Bus Stand, Opp. Shell Petrol Pump, Anand Nagar Road, Satellite, Ahmedabad-380015 was re- appointed as Secretarial Auditor of the Company, to conduct the secretarial audit of the Company for the fiscal year 2020.

The Secretarial Audit Report is annexed as “Annexure-II”. The report contains some qualifications, reservation or adverse remark or disclaimer. The Board has further appointed Mr. Amrish Gandhi, Practicing Company Secretary (ICSI Certificate of Practice No. 5656), as Secretarial Auditor of the Company for the fiscal year 2021.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

According to the information and explanations provided by the management transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the in the Financial Statements as required by the applicable Indian Accounting Standards.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 (as applicable / required) are given in the notes to the Financial Statements.

INTERNAL FINANCIAL CONTROLS AND ITS ADEQUACY

The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company. A policy in this regard has been framed by the Company for effective formulation of Internal Financial Controls.

HUMAN RESOURCES

Your Company treats its “human resources” as one of its most important assets. Your Company continuously invests in attraction, retention and development of talent on an ongoing basis.

MANAGERIAL REMUNERATION

- A) Details of the ratio of the remuneration of each director and/or KMPs to the median employee's remuneration and other details as required pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

S. No.	Name of Director / KMP and Designation	Remuneration of Director / KMP for F.Y. 2019-20 (in Rs.)	% increase in Remuneration in the F.Y. 2019-20	Ratio of remuneration of each Director/to median remuneration of employees
1	Mr. Mohit Desai, (Managing Director)	2,75,000	No increase, it is decreased by 8.33%	1/1
2	Ms. Nisha Desai (Executive Director)	NIL	NIL	Not Applicable
3	Mr. Rajendrakumar Gandhi (Independent Director)	NIL	NIL	Not Applicable
4	Mr. Atul Shah, (Independent Director)	NIL	NIL	Not Applicable

- i) Median remuneration of employees of the Company during the financial year 2019-2020 was Rs. 2,75,000/-.
 - ii) Median remuneration of employees of the Company during the financial year 2018-2019 was Rs. 3,00,000/-.
 - iii) There were 02 (Two) confirmed employees on the rolls of the Company as on 31st March 2020.
 - iv) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.
- B) Details of every employee of the Company as required pursuant to rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014: During the year under consideration, none of the employees of the company was in receipt of remuneration in excess of limits prescribed under clause 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 hence particulars as required under 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not given.

CORPORATE SOCIAL RESPONSIBILITY

This clause is not applicable to your Company.

REPORT ON CORPORATE GOVERNANCE

The Company recognizes and embraces the importance of Corporate Governance. Corporate Governance is about maximizing shareholder's value legally, ethically and sustainably. *Yuranus* believe sound corporate governance is critical to enhance and retain investor trust.

Our disclosure seeks to attain the best practices in efficient corporate governance. Our Corporate Governance report for the fiscal year 2020 forms part of this Annual Report.

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

In view of the nature of activities which are being carried on by the Company, Disclosure of particulars with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo as required under Section 134(3)(m) of Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, respectively are not applicable to the Company.

During the year under review, there was no foreign exchange earnings and outgo.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the statutory auditors nor the secretarial auditors has reported to the audit committee, under Section 143(12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

SECRETARIAL STANDARDS

The Company complies with all applicable mandatory secretarial standards issued by the Institute of Companies Secretaries of India.

PARTICULARS OF EMPLOYEES

As required under the provision of Section 197 of the Companies Act, 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 in respect of employees of the Company is not given, as there were no employees drawing remuneration beyond the prescribed limit under the above referred provisions.

ACKNOWLEDGEMENT

Your Directors wish to place on record their sincere appreciation of the assistance and support extended by customers, financial institutions, banks, vendors, Government and other associated (as the case may be) with the activities of the Company. Your Directors acknowledge with gratitude the encouragement and support by our valued shareholders.

**For and on behalf of the Board of Directors of
YURANUS INFRASTRUCTURE LIMITED**

**Sd/-
Mohit Desai
(Managing Director)
(DIN: 03089420)**

**Sd/-
Nisha Desai
(Executive Director)
(DIN: 06593368)**

**Place: Ahmedabad
Dated: May 30th, 2020**

Annexure-I

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2020
of
YURANUS INFRASTRUCTURE LIMITED
[Pursuant to Section 92(1) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

S. No	Particulars	Description
1	CIN	L74110GJ1994PLC021352
2	Registration Date	22/02/1994
3	Name of the Company	YURANUS INFRASTRUCTURE LIMITED
4	Category/Sub-Category of the Company	Company Limited Shares/ Indian Non-Government Company
5	Address of the Registered office and contact details	201, 2ND FLOOR, MAULIK ARCADE, ABOVE KARNAVATI PAGARKHA BAZAR, MANSI CROSS ROAD, VASTRAPUR AHMEDABAD -380015 Tel: +91 079-40082820 / 21
6	Whether listed Company	Yes
7	Name, Address and contacts details of Registrar & Transfer Agents (RTA), if any	Link Intime India Pvt. Ltd, 5th floor, 506 to 508 Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner Off C G Road, Navrangpura, Ahmedabad, Gujarat-380009.

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:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Infrastructure related activities	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
-	--	--	--	--	-

VI SHARE HOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise ShareHolding

(ii) Shareholding of Promoters

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	16,01,100	0	16,01,100	45.75	16,01,100	0	16,01,100	45.75	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks /FI	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of promoter (A)	16,01,100	0	16,01,100	45.75	16,01,100	0	16,01,100	45.75	0.00
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0
d) State 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	0.00	0	0	0	0.00	0.00
g) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B) (1)	0	0	0	0.00	0	0	0	0.00	0.00
(2) Non – Institutions									
a) Bodies Corp.									
i) Indian	0	0	0	0.00	0	0	0	0.00	0.00
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individual									
i) Individual shareholders holding nominal share capital upto Rs.2 Lakhs	2,56,661	3,28,100	5,84,761	16.71	2,58,220	3,28,100	5,86,320	16.75	+0.04
ii) Individual shareholders holding nominal share capital in excess of Rs.2 Lakhs	7,37,194	2,65,000	10,02,194	28.63	7,37,044	2,65,000	10,02,044	28.63	-0
c) Others (Specify)									
c-1) FOREIGN INDIVIDUALS (INCLUDING FDI)	0	0	0	0.00	0	0	0	0.00	0
c-2) Non-Resident Indian (NRI)	200	35,900	36,100	1.03	200	35,900	36,100	1.03	0
c-3) HUF	15,155	0	15,155	0.43	15,154	0	15,154	0.43	0

c-4) Clearing Members	1,409	0	1,409	0.04	0	0	0	0	-0.04
c-5) Bodies Corporate	7,381	2,51,900	2,59,281	7.41	7,382	251900	2,59,282	7.41	0
Sub-total (B)(2)	1018000	880900	1898900	54.25	1018000	880900	1898900	54.25	0
Total Public	1018000	880900	1898900	54.25	1018000	880900	1898900	54.25	0
Shareholding(B)= (B)(1)+(B)(2)									
C. Shares held by Custodian for GDRs & ADRs.									
Promoter and Promoter Group	0	0	0	0	0	0	0	0	0
Public -	0	0	0	0	0	0	0	0	0
Sub-total (C)	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	26,19,100	8,80,900	35,00,000	100.00	26,19,100	8,80,900	35,00,000	100.00	0

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

Sl. No	Particulars	Shareholding at the beginning of the year/end of year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	16,01,100	45.75%	16,01,100	45.75%
	Date wise Increase/ Decrease in Promoters Shareholding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	<i>There is no change in the total shareholding of promoters between 01.04.2019 to 31.03.2020</i>			
	At the end of the year	16,01,100	45.75%	16,01,100	45.75%

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

1. Aabhar Holdings Pvt Ltd

Sl. No.	Particulars	Shareholding at the beginning of the year/end of year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the
1.	At the beginning of the year	249400	7.1257	249400	7.1257
2.	Increase/Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
3.	At the End of the year (or on the date of separation, if Separated during the year)	249400	7.1257	249400	7.1257

2. Satyanarayan J Kabra

Sl. No.	Particulars	Shareholding at the beginning of the year/end of year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the
1.	At the beginning of the year	209600	5.9886	209600	5.9886
2.	Increase/Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / Bonus / sweat equity etc.)	-	-	-	-
3.	At the End of the year (or on the date of separation, if Separated during the year)	209600	5.9886	209600	5.9886

3. Jainam Bharat Shah

Sl. No.	Particulars	Shareholding at the beginning of the year/end of year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the
1.	At the beginning of the year	130000	3.7143	130000	3.7143
2.	Increase/Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	-	-	-	-
3.	At the End of the year (or on the date of separation, if Separated during the year)	130000	3.7143	130000	3.7143

4. Jayshree Bharat Shah

Sl. No.	Particulars	Shareholding at the beginning of the year/end of year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the
1.	At the beginning of the year	115000	3.2857	115000	3.2857
2.	Increase/Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	0	0.00	0	0.00
3.	At the End of the year (or on the date of separation, if Separated during the year)	115000	3.2857	115000	3.2857

5. Bharat Chhabildas Shah

Sl. No.	Particulars	Shareholding at the beginning of the year/end of year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the
1.	At the beginning of the year	82500	2.3571	82500	2.3571
2.	Increase/Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
3.	At the End of the year (or on the date of separation, if Separated during the year)	82500	2.3571	82500	2.3571

6. Abubakar Abdulla Malbari

Sl. No.	Particulars	Shareholding at the beginning of the year/end of year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the
1.	At the beginning of the year	78731	2.2495	78731	2.2495
2.	Increase/Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / Bonus / sweat equity etc.): Sale	-110	-0.0032	-	-
3.	At the End of the year (or on the date of separation, if Separated during the year)	78621	2.2463	78621	2.2463

7. Maulik Arunbhai Shah

Sl. No.	Particulars	Shareholding at the beginning of the year/end of year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the
1.	At the beginning of the year	91881	2.6251	91881	2.6251
2.	Increase/Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
3.	At the End of the year (or on the date of separation, if Separated during the year)	91881	2.6251	91881	2.6251

8. Atulbhai Kantilal Dagli

Sl. No.	Particulars	Shareholding at the beginning of the year/end of year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the
1.	At the beginning of the year	60071	1.7163	60071	1.7163
2.	Increase/Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
3.	At the End of the year (or on the date of separation, if Separated during the year)	60071	1.7163	60071	1.7163

9. Kinjal Kintan Shah

Sl. No.	Particulars	Shareholding at the beginning of the year/end of year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the
1.	At the beginning of the year	44900	1.2829	44900	1.2829
2.	Increase/Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	0	0.00	0	0.00
3.	At the End of the year (or on the date of separation, if Separated during the year)	44900	1.2829	44900	1.2829

10. Vijay Choudhary

Sl. No.	Particulars	Shareholding at the beginning of the year/end of year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the
1.	At the beginning of the year	39,900	1.14	39,900	1.14
2.	Increase/Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
3.	At the End of the year (or on the date of separation, if Separated during the year)	39,900	1.14	39,900	1.14

(v). **Shareholding of Directors and Key Managerial Personnel: NIL**

V. INDEBTEDNESS

The Company has not availed any loan during the year and is a debt-free Company.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of Managing Director	Total Amount (In Rs.)
1.	Gross salary (a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1971 (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	Mr. Mohit Desai	2,75,000/-
2.	Stock Option		NIL
3.	Sweat Equity		NIL
4.	. Commission - as % of profit - Others, specify...		NIL
5.	Others, please specify		NIL
	Total (A)		2,75,000/-
6.	Ceiling as per the Act		

B. Remuneration to other directors: NIL

C. Remuneration to Key Managerial Personnel Other Than MD / Manager/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
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		NIL	NIL	NIL
			NIL	NIL	NIL
			NIL	NIL	NIL
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - Others, specify...	-	-		-
5	Others, please specify	-	-	-	-
	Total	-	-	-	-

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NIL

For and on behalf of the Board of Directors of
YURANUS INFRASTRUCTURE LIMITED

Sd/-
Mohit Desai
(Managing Director)
(DIN: 03089420)

Sd/-
Nisha Desai
(Executive Director)
(DIN: 06593368)

Place: Ahmedabad
Dated: May 30th, 2020

ANNEXURE-II

Form No. MR-3

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020**

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

To,
The Members,
Yuranus Infrastructure Limited
201, 2nd Floor, Maulik Arcade, Above Karnavati
Pagarkha Bazar, Mansi Cross Road, Vastrapur
Ahmedabad -380015

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

Based on our verification of **Yuranus Infrastructure Limited's** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **March 31, 2020**, 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **Yuranus Infrastructure Limited** ("the Company") for the financial year ended on **March 31, 2020**, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (not applicable during the period under review)
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- c. The SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 (the Listing Regulations).
- d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; *(Not applicable as the Company has not issued any securities).*
- e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; *(Not applicable as the Company has not issued any Stock Options).*
- f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(Not applicable as the Company has not issued any Debt Securities).*
- g. 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;
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; *(Not Applicable)* and
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; *(Not applicable as the Company has not bought back any securities)*

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange(s), if applicable read with (Listing Obligations and Disclosure Requirements), Regulations 2015;

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:

- 1) The Company had not appointed Company Secretary and Chief Financial Officer during the period under review under the provisions of Section-203 of Companies Act, 2013
- 2) The Company had not appointed Internal Auditor for the period under review under Section-138 of the Companies Act, 2013.

We further report that:

The Board of Directors of the Company is not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There are no changes in the composition of the Board of Directors that took place during the period under review.

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. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes. *(During the year under review there was no instance recorded in the minutes where any director has dissented to any particular resolution).*

We 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.

Place: Ahmedabad
Date: 26.11.2020

Signature: SD/-
Name of Company Secretary in Practice:
CS Amrish Gandhi
Mem. No.: FCS-8193
C P No.: 5656
UDIN number F008193B001319668

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE-1' and forms an integral part of this report.

'ANNEXURE-1'

To,
The Members,
Yuranus Infrastructure Limited
201, 2nd Floor, Maulik Arcade, Above Karnavati
Pagarkha Bazar, Mansi Cross Road, Vastrapur
Ahmedabad -380015

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

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and occurring of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Ahmedabad
Date: 26.11.2020

Signature: SD/-
Name of Company Secretary in Practice:
CS Amrish Gandhi
Mem. No.: FCS-8193
C P No.: 5656
UDIN number F008193B001319668

CORPORATE GOVERNANCE REPORT 2019-2020

1. PHILOSOPHY ON CORPORATE GOVERNANCE

The Board of Directors and the Management of Yuranus Infrastructure Limited commit themselves to attainment of high level of transparency, accountability and equity towards its stake holders, including Shareholders, Bankers / Financial Institutions, Employees, Lenders and the Government, as the case may be. Your management wishes compliance not just letter of the Law but reaching out to the true spirit of the Law(s).

Your Company is fully complied with all the provisions of SEBI (Listing Obligations and Disclosure Requirement), Regulations, 2015 of the Stock Exchanges (as applicable).

The details of compliance are as follows:-

2. BOARD OF DIRECTORS

A. Composition of the Board as on March 31, 2020:-

Name of Director(s)	Designation	Category
Mr. Mohit Dinesh Desai	Managing Director	Promoter / Executive
Mr. Rajendrakumar Shantilal Gandhi	Independent Director	Non-Promoter
Mr. Atul Jayantilal Shah	Independent Director	Non-Promoter
Ms. Nisha Mohit Desai	Woman Director	Promoter/ Executive
Ms. Ashita Vishal Sharma	Independent Director	Non-Promoter/Non-Executive

B. Attendance at Board Meeting and last AGM and details of membership of Directors in other Boards and Board Committees as on March 31, 2020:

Name of Director(s)/KMPs	No. of Board Meetings Attended	Last AGM Attended	No. of Other Directorships* and Committee Memberships /Chairmanships		
			Other Director ships	Committee Member ships	Committee Chairman ships#
Mr. Mohit Dinesh Desai	5	Yes	Nil	Nil	Nil
Mr. Rajendrakumar Shantilal Gandhi	5	Yes	Nil	3	Nil
Mr. Atul Jayantilal Shah	5	Yes	Nil	3	3
Ms. Nisha Mohit Desai	5	Yes	Nil	Nil	Nil
Ms. Ashita Vishal Sharma	0	No	Nil	Nil	Nil

* Excludes alternate directorships and directorships in foreign companies and private companies and Companies u/s 8 of the Companies Act, 2013.

Excludes Committees other than Audit Committee, Stakeholders Relationship Committee of Public Limited Companies.

C. Details of the sitting fees paid to the Independent Directors for the year ended 31st March, 2020

No sitting fee is paid to any of the Independent Directors for attending the meetings of the Board and / or committee thereof.

D. Details of Board Meetings held during the year 2019-2020:

Date of the meeting	No. of Directors attended the meeting
30.05.2019	4
14.08.2019	4
14.11.2019	4
11.02.2020	4
29.02.2020	4

- The time gap between any two meetings did not exceed 120 days.
- The last AGM was held on 30.09.2019.

E. Details of shareholding of Directors are as under:-

Name of the Director	Shares held as on 31.03.2020
Mr. Mohit Dinesh Desai	9,000
Mr. Rajendrakumar Shantilal Gandhi	0
Mr. Atul Jayantilal Shah	0
Ms. Nisha Mohit Desai	10,000
Ms. Ashita Vishal Sharma	4

F. Independent Directors

The Non-Executive Independent Directors fulfill the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Rules made thereunder and meet with requirement of Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with the Stock Exchanges (as applicable).

3. COMMITTEES OF BOARD

(A) Audit Committee

(I) Terms of Reference:-

The terms of reference of Audit Committee are quite comprehensive and include all requirements mandated under Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013.

The Committee focused its attention on overseeing and monitoring the financial reporting system within the Company, considering quarterly, half-yearly and annual financial results of the Company and submitting its observations to the Board of Directors before its adoption by the Board, review of annual budgets, annual internal audit plans, legal compliance reporting system, implementation of SAP, review of internal control systems, audit methodology and process, major accounting policies and practices, compliance with accounting standards, risk management and risk disclosure policy and uses of proceeds from Preferential Issue.

The Audit Committee also continued to advise the management on areas where greater internal control and internal audit focus was needed and on new areas to be taken up for audit. These were based on the Committee's discussions and review of the observations of the reports submitted by the Company's Internal Audit Department on systems and controls, cost control measures and statutory compliance in various functional areas.

(II) Composition, Name of Members and Chairman:-

The committee was last re-constituted as per the applicable provisions of the Companies Act, 2013 with following details:-

Sl. No.	Name	Chairperson/ Members
1	Mr. Atul Jayantilal Shah	Chairperson
2	Mr. Rajendrakumar Shantilal Gandhi	Member
3	Ms. Ashita Vishal Sharma	Member

(III) Meeting and Attendance:-

During the Financial Year 2019-2020, 4 (Four) Audit Committee meetings were held on 30.05.2019, 14.08.2019, 14.11.2019 and 11.02.2020. The attendance of the members is as follows:-

Sl. No	Name	Attendance
1.	Mr. Atul Jayantilal Shah	4
2.	Mr. Rajendrakumar Shantilal Gandhi	4
3.	Ms. Ashita Vishal Sharma	0

(B) Nomination and Remuneration Committee

(I) Constitution and Composition:-

The Nomination and Remuneration committee was for the purpose of analyzing and approving the remuneration of the executive directors of the Company. But, the Act governing Companies has been changed and in the sense of good corporate governance and expanding the area of work and also in Compliance of the requirement of the Section 178 of the new Companies Act, 2013 now (as applicable to the Company) renamed as the "Nomination and Remuneration Committee" was re-constituted to prepare the matters pertaining to the nomination and remuneration of Board members, the appointment and remuneration of the Managing Director and other executives of the company as well as the remuneration schemes of the personnel as specified in this section or referred to it by the Board. The Nomination and Remuneration committee has full access to information contained in the records of the company and may take external professional advice, if it deems necessary.

(1) Terms of Reference of the Committee

The terms of reference of the Nomination and Remuneration Committee include:

1. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/ or removal.
2. To carry out evaluation of every director's performance and formulate the criteria for evaluation of Independent Directors and the Board and devise a policy on Board diversity.

3. To formulate the criteria for determining qualifications, positive attributes and independence of a director, and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
4. To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria.
5. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
6. To perform such other functions as may be necessary and/ or appropriate for the performance (s) of its duties.
7. The Nomination and Remuneration Committee shall also prepare the evaluations of the independence in connection with the proposal for the appointment of Board members and the annual evaluations to be made in the organization meeting.
8. The Nomination and Remuneration Committee has the right to investigate and examine matters pertaining to its function and use outside experts and consultants at its discretion.
9. The Board remains responsible for the duties assigned to the committee. The committee has no autonomous decision-making power, and thus the board makes the decisions within its competence collectively.
10. In addition to the tasks listed above, the Nomination and Remuneration Committee may have other tasks that are appropriate for it to be able to fulfill its function.

(2) Composition of Committee

S. No	Name	Chairperson/ Members
1.	Mr. Atul Jayantilal Shah	Chairperson
2.	Mr. Rajendrakumar Shantilal Gandhi	Member
3.	Ms. Ashita Vishal Sharma	Member

(II) Meeting and Attendance:-

During the Financial Year 2019-2020, 1 (One) Nomination and Remuneration Committee meetings were held on 11.02.2020. The attendance of the members is as follows:-

Sl. No	Name	Attendance
1.	Mr. Atul Jayantilal Shah	1
2.	Mr. Rajendrakumar Shantilal Gandhi	1
3.	Ms. Ashita Vishal Sharma	0

Details of remuneration paid to the Whole-Time Director for the year 2019-20 are given below:

Name	Salary	Perquisites	Contribution to P.F and other funds	Total
Sh. Mohit Dinesh Desai	2,75,000	-	-	2,75,000

Apart from fixed components set by the Nomination and Remuneration Committee, no performance linked incentives are paid to Sh. Mohit Dinesh Desai.

(C) Stakeholder Relationship Committee

(I) Constitution And Composition:-

The committee was constituted as per the applicable provisions of the Companies Act, 2013 with following details:-

(1) Composition:-

S. No	Name	Chairperson/ Members
1.	Mr. Atul Jayantilal Shah	Chairperson
2.	Mr. Rajendrakumar Shantilal Gandhi	Member
3.	Ms. Ashita Vishal Sharma	Member

(2) Terms of Reference:-

1. Review and approval of all requests pertaining to sub-division, consolidation, transfer, transmission and issue of duplicate share certificates;
2. Review and approval of all requests pertaining to dematerialization or rematerialisation of shares;
3. Review of statutory compliances pertaining to share / security capital, processes, shareholders, Registrar & Transfer Agent (RTA) and Depositories (NSDL/CDSL);
4. Management of the shareholding structure of the Company including foreign holding specifically in terms of the FDI Policy;
5. overseeing the functioning of the RTA and Compliance officer;
6. Recommendation for change of RTA, reviewing scope of work and fees etc.;
7. Deciding all other related matters related to share transfer, transmission, dematerialization, rematerialisation etc.

(II) Meeting and Attendance:-

During the financial year 2019-2020, 4 (Four) committee meetings was held on 30.05.2019, 14.08.2019, 14.11.2019 & 11.02.2020. The attendance of the members is as follows:-

S. No	Name	Attendance
1.	Mr. Atul Jayantilal Shah	4
2.	Mr. Rajendrakumar Shantilal Gandhi	4
3.	Ms. Ashita Vishal Sharma	0

4. GOVERNANCE CODES

Codes:

(A) Code of Conduct for Prohibition of Insider Trading

The Company has adopted a Code of Conduct for Prevention of Insider Trading in accordance with the requirements of Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) Regulations, 2015.

The Code is amended from time to time reflecting the changes brought in by SEBI in the Insider Trading Regulations. The Code is applicable to Promoters and Promoter group, all Directors and such Designated Employees who are expected to have access to the Unpublished Price Sensitive Information relating to the Company. The Compliance Officer is responsible for monitoring adherence to the said Regulations.

(B) Code of Conduct

As required by Regulation 17(5) (a) SEBI (Listing of Securities and Disclosure Requirements) Regulation, 2015, the Board of Directors of the Company has adopted a Code of Conduct for all Board members and Senior Management of the Company. The members of the Board of Directors and Senior Management have affirmed compliance of the said Code during the period under review. A declaration to this effect signed by the Chairman of the Company is given elsewhere in the Annual Report.

GENERAL BODY MEETING

Details of last three Annual General Meetings:-

Meeting	Date	Venue of AGM	Time	Special Resolution(s) Passed
23 rd AGM	29.09.2017	201, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad - 380 015	04.00 p.m.	Yes
24 th AGM	29.09.2018	201, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad - 380 015	04.00 p.m.	No

25 th AGM	30.09.2019	201, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad - 380 015	11.00 a.m.	No
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23rd AGM

S. No	Subject Matter of the resolutions	Type of resolution
1	Appointment of Mr. Mohit Dinesh Desai as a Managing Director of the Company	Special

5. DISCLOSURE

- a) There have been no materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives etc. which may have potential conflict with the interests of the Company at large.
- b) The Company has complied with other mandatory requirements of applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as under:

(i) Management Discussion and Analysis

In terms of the provisions of Regulation 34 of the Listing Regulations, the Management Discussion and Analysis is set out in this Annual Report. A Management Discussion and Analysis Report forms part of the Annual Report and includes discussions on various matters specified under part B of schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. It is attached as “Annexure-A”.

(ii) Separate Meeting of Independent Directors

During the year under review, the meeting of Independent Directors was held on 11th February, 2020.

(iii) Performance evaluation of independent directors:

The Nomination and Remuneration Committee of the Board laid down the evaluation criteria for performance of all its Directors including the Independent Directors. The performance evaluation of the Independent Directors has been done by the entire Board of Directors, except the Director concerned being evaluated. The criteria for performance evaluation of the Independent Directors are as follows:

- Attendance and participations in the Meetings and timely inputs on the minutes of the meetings.
- Adherence to ethical standards & code of conduct of Company and disclosure of non – independence, as and when it exists and disclosure of interest.
- Raising of valid concerns to the Board and constructive contribution to resolution of issues at meetings.
- Interpersonal relations with other directors and management.
- Objective evaluation of Board's performance, render independent, unbiased opinion

- Understanding of the Company and the external environment in which it operates and contribution to strategic direction.
- Safeguarding interest of whistle-blowers under vigil mechanism and Safeguard of confidential information.

6. MEANS OF COMMUNICATION

The Company is publishing quarterly unaudited / annual audited financial results in Western Times, an English daily Newspaper as well as Gujarati daily Newspaper.

7. DETAILS OF COMPLIANCE OFFICER OF THE COMPANY

As per Regulation 6 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company in their meeting held on May 25th, 2020, appointed Ms. Riddhi Shah (Company Secretary) as Compliance officer of the Company, who is responsible for complying with all the requirement of the Listing Regulations with Stock Exchange and other allied Statutory/regulatory requirements as applicable on the Company.

8. GENERAL SHAREHOLDER INFORMATION

I	AGM Date, time and venue	Tuesday, 22 nd day of December, 2020 at 11.30 a.m. at Registered Office of the Company.
II	Dividend payment date	N A.
III	Listing on Stock Exchange	Bombay Stock Exchange Limited (BSE)
IV	Registrars and Share Transfer Agents (for physical & Demat shares)	Link Intime India Pvt. Ltd , 5th floor, 506 to 508 Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner Off C G Road, Navarangpura, Ahmedabad, Gujarat, 380009
V	Share transfer system	In terms of Regulation 40(I) of SEBI Listing Regulation, 2015, as amended, securities can be transferred only in dematerialized form w.e.f. April 01 st , 2019 except in case of request received for transmission or transposition of securities. Member holding shares in physical forms are requested to consider converting their holdings to dematerialized form. Transfer of equity shares in electronic form is effected through the depositories with no involvement of the Company.

XI. Distribution of shareholding as at March 31, 2020

SR.NO.	SHAREHOLDING OF SHARES			SHAREHOLDER	PERCENTAGE OF TOTAL	TOTALSHARES	PERCENTAGE OF TOTAL.
1	1	to	500	818	78.2775	115802	3.3086
2	501	to	1000	113	10.8134	100122	2.8606
3	1001	to	2000	30	2.8708	49262	1.4075
4	2001	to	3000	16	1.5311	40733	1.1638
5	3001	to	4000	7	0.6699	25308	0.7231
6	4001	to	5000	6	0.5742	29410	0.8403
7	5001	to	10000	22	2.1053	182648	5.2185
8	10001	to	*****	33	3.1579	2956715	84.4776
Total				1045	100	3500000	100

XII. Shareholding pattern as on March 31, 2020: Already mentioned in Form MGT-9 forming part of the Board Report for the F.Y. 2019-20.**DECLARATION FOR COMPLIANCE OF CODE OF CONDUCT**

The Shareholders,

I, Mohit Dinesh Desai, Managing Director, hereby declare that all the Board Members and Senior Management personnel have affirmed compliance with code of conduct of the Company during the financial year 2019-20.

For and on behalf of the Board of Directors of
For Yuranus Infrastructure Limited

201, 2nd Floor, Maulik Arcade,
Above Karnavati Pagarkha Bazar,
Mansi Cross Road, Vastrapur
Ahmedabad -380015

Place: Ahmedabad
Dated: May 30th, 2020

Sd/-
MOHIT DINESH DESAI
(Managing Director)
DIN: 03089420

(ANNEXURE-"A" TO CORPORATE GOVERNANCE REPORT)**MANAGEMENT DISCUSSIONS AND ANALYSIS 2019-20****FORWARD-LOOKING STATEMENTS**

The report contains forward-looking statements, identified by words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates', 'envisages/envisaged' and so on. All statements that address expectations or projections about the future, but not limited to the Company's strategy for expenditures, and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realized. The Company's actual results, performance or achievements could thus differ from any forward looking statements. The Company assumes no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events.

INDUSTRY OPERATIONS, STRUCTURE, DEVELOPMENTS AND FUTURE OUTLOOK

In an ever-changing world, quality of portfolio, profitability and liquidity continue to be the critical differentiators. In such an environment, proactive adaptability still holds the key to sustained financial performance. Your Company has now evolved to a continued focus on asset growth to cash growth.

KEY HIGHLIGHTS OF THE COMPANY PERFORMANCE IN FINANCIAL YEAR 2019-20

1. The total income of the Company for the year under review is Rs. 91.24 Lakhs as compared to Rs. 96.16 Lakhs recorded in the previous year, registering a decline of (5.11%) drastically.
2. Net Profit after tax stood at Rs. 7.36 Lakhs as compared to a Net Profit of Rs. 5.02 Lakhs in the previous year.

RISKS AND CONCERNS

The followings could be listed as the risk factors:-

- Regulatory and legislative changes and increased cost of compliance.
- Volatile technology and prices.
- Operational hazards including blowouts, spills and personal injury
- Natural disasters and extreme weather conditions.
- Inaccurate reserve estimates.
- Inadequate liquidity or access to capital, indebtedness.
- Environmental or health restrictions and regulations.
- General national or global economic concerns.
- General competition.

INTERNAL CONTROL SYSTEMS & ADEQUACY

The Company has in place, an adequate internal control and internal audit system managed by qualified and experienced people. Main objective of the system is:

- to safeguard the Company's assets against loss through unauthorized use and pilferage.
- to ensure that all transactions are authorized, recorded and reported correctly and timely.
- to ensure that operations are conducted in an efficient and cost effective manner.
- to ensure various compliances under statutory regulations and corporate policies are made on time.
- to figure out the weaknesses persisting in the system and suggest remedial measure for the same.

Internal audits are undertaken on a continuous basis covering all the operations of the Company. The Reports of internal audits are reviewed by the management from time to time and desired actions are initiated to strengthen the control and effectiveness of the system.

HUMAN RESOURCE DEVELOPMENT

The company has only limited administrative staffs (skilled, semi-skilled, unskilled and/or contractual basis or otherwise). Human Resources/Industrial Relations during the financial year have been dispute free and cordial. The company has a policy relating to the remuneration to the of Whole time Director/ Executive/ Managing Director, Key Managerial Personnel (KMP) and Senior Management Personnel, as required under the Companies, 2013 and the applicable regulations of SEBI (Listing of Securities and Disclosure Requirements) Regulations, 2015. The same was adopted by the Board and placed on record.

CAUTIONARY STATEMENT

Statements in the management discussion and analysis report describing the Company's objectives, projections, estimates and expectations may be "forward looking statements" within the meaning of applicable laws and regulations and futuristic in nature. Actual performance may differ materially from those either expressed or implied. Such statements represent intentions of the management and the efforts put into realize certain goals. The success in realizing these depends on various factors both internal and external. Investors, therefore, are requested to make their own independent judgments before taking any investment decisions.

CEO/CFO CERTIFICATION

I, Mohit Dinesh Desai, Managing Director of the **Yuranus Infrastructure Limited** hereby certify that:-

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

For Yuranus Infrastructure Limited

Place: **Ahmedabad**
Dated: **May 30th, 2020**

Sd/-
MOHIT DINESH DESAI
(Managing Director)
DIN: 03089420



INDEPENDENT AUDITOR'S REPORT

To The Members of Yuranus Infrastructure Limited

Report on the Audit of the Financial Statements for the year ended 31st March, 2020

Opinion

We have audited the accompanying financial statements of Yuranus Infrastructure Limited (the 'Company'), which comprise the Balance Sheet as at 31st March 2020, the Statement of Profit and Loss, the Cash Flow Statement and the Statement for Changes in Equity for the year then ended, and a summary of 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 financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2020 and its Profit and Cash Flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. No such matter has come to our notice during the course of audit of the company.

Information other than Financial Statements and the 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 Annual Report, but does not include the 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 or conclusion thereon.

In connection with our audit of financial statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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 the fact. We have nothing to report in this regard.



Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 is also responsible for overseeing the company's financial reporting process.



Auditor's Responsibilities for the Audit of Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 Standards on Auditing 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 financial statements.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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 the internal control 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 explaining our opinion on whether the company has adequate internal financial controls system 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 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- **Materiality**

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

- **Communication with Management**



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.

Report on Other Legal and Regulatory Requirements

1. As required by section 197(16) of the Act, we report that Managerial Remuneration has been paid and provided by the company in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act read with Schedule V to the Act.
2. As required by 'the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act we give in the "Annexure A", the statement on the matters specified in paragraphs 3 and 4 of the Order, to the extend applicable.
3. Further to our comments in Annexure A, 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) The balance sheet, the statement of profit and loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7



of the Companies (Accounts) Rules, 2014;

- e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2019 from being appointed as a director in terms of section 164(2) of the Act;
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B” to this report;
- g) The following non-compliances has been identified in the company which may adversely impact the functioning of company:
 - 1. The Company has failed to comply with Section 203 of Companies Act, 2013 read with Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 which requires every listed entity to have the following whole-time key managerial personnel,—
 - (i) Managing director, or Chief Executive Officer or manager and in their absence, a whole-time director;
 - (ii) Company secretary;and
 - (iii) Chief Financial Officerby not appointing a Company Secretary as well as a Chief Financial Officer for the purpose.
 - 2. Section 138(1) of Companies Act, 2013 read with Rule 13 of Chapter IX of the Companies (Accounts) Rules, 2014 requires every listed entity to appoint an internal auditor whereas the company has failed to comply with the same.
 - 3. Minutes are required to be maintained for every Board Meetings, General Meetings and Committee Meetings held during the period under Section 118 of the Companies Act, 2013. The Company has not maintained any such records and minutes.
 - 4. Section 186 of the Act requires the Company to pass a special



resolution for lending money in excess of the specified limits in the Section. The Company has lent money in excess of the permissible limits and has not obtained special resolution from the members of the Company regarding the same.

- 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, 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 which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Mistry & Shah LLP
Chartered Accountants
F.R.N: - 122702W

Date: 30/05/2020
Place: Ahmedabad
UDIN: 20117101AAAABB6528

Malav Shah
Partner
M.NO. 117101



“Annexure A”

**To the Independent Auditor’s Report on the Financial Statements of
Yuranus Infrastructure Limited**

Based on the audit procedures performed for the purpose of reporting true and fair view on the financial statements of the company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief we report that:

1. (a) The Company has generally maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
(b) The Company has a regular program of physical verification in a phased periodic manner, which is in our opinion, is reasonable having regards to size of the Company and nature of its assets. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the period and no material discrepancies between the books records and the physical fixed assets have been noticed.
(c) The title deeds of Immovable property are held in the name of the company.
2. The management has conducted physical verification of the Inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act.
4. According to the information and explanations given to us, the company has not fully complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans to director’s including entities in which they are interested and in respect of loans and advances given, investments made and, guarantees, and securities given have been complied



with by the Company. No register as required by Section 186(9) of the Companies Act, 2013 has been maintained by the company.

5. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposit) Rules, 2014 (as amended). Accordingly, the provision of clause 3(v) of the Order is not applicable.
6. As per the sub section (1) of section 148 of the Companies Act, 2013 the company is not required to maintained cost records.
7. (A) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues Income Tax, Cess and other statutory dues applicable to it.

(B) According to information and explanations provided to us, no undisputed amounts payable in respect of Provident fund, Employees State Insurance, Income Tax, Cess and other statutory were outstanding, at the year end, for a period of more than six months from the date they become payable.
8. In our opinion and according to the information and explanations provided by the management, the Company has not defaulted in repayment of loans and borrowing to a financial institution, Bank or Government or dues to Debenture Holders.
9. In our opinion and according to the information and explanations provided by the management, the Company has utilized the monies raised by way of debt instrument, Initial Public offer and term loan for the purpose for which they were raised.
10. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Financial Statement and according to the information and explanations provided by the management, we report that no fraud by the Company or on the company by the officers or employees of the Company has been noticed or reported during the period.
11. Managerial Remuneration has been paid and provided by the company in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act read with Schedule V to the Act.



12. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company and hence not commented upon.
13. According to the information and explanations provided by the management transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the in the Financial Statements as required by the applicable Indian Accounting Standards.
14. According to the information and explanations provided to us and overall examination of balance sheet, the Company has not made preferential allotment/private placement of shares or fully and partly convertible Debenture during the year under review hence, reporting requirement under clause 3(xiv) of the order is not applicable to the company and not commented upon.
15. According to the information and explanations provided to us, the company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of the Act.
16. According to the information and explanations provided to us, the provisions of section 45-IA of Reserve Bank of India Act, 1934 are not applicable to the Company and hence not commented upon.

For Mistry & Shah LLP

Chartered Accountants

F.R.N: - 122702W

Date: 30/05/2020

Place: Ahmedabad

UDIN: 20117101AAAABB6528

Malav Shah

Partner

M.NO. 117101



“Annexure B”

To the Independent Auditor's on the Financial Statements of Yuranus Infrastructure Limited

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

We have audited the internal financial controls over financial reporting of Yuranus Infrastructure Limited (“the Company”) as of March 31, 2019 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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 Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate Internal Financial Controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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.



Auditor's 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 as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and both issued by the Institute of Chartered Accountants of India.

Those Standards and the Guidance 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 Control 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Mistry & Shah LLP
Chartered Accountants
F.R.N: - 122702W

Date: 30/05/2020
Place: Ahmedabad
UDIN: 20117101AAAABB6528

Malav Shah
Partner
M.NO. 117101

YURANUS INFRASTRUCTURE LIMITED

CIN: L74110GJ1994PLC021352

Balance Sheet as at March 31, 2020

Rs. in lacs

Particulars	Note No.	As at March 31,2020	As at March 31,2019
ASSETS			
Non-Current Assets			
(a) Property, Plants and Equipments	3.1	0.83	0.87
(b) Capital Work-In-Progress		-	-
(c) Financial Assets			
(i) Investments			
(ii) Loans	3.2	186.69	209.02
(d) Other Non-Current Assets		-	-
Total Non-Current Assets		187.52	209.89
Current Assets			
(a) Inventories	3.3	-	-
(b) Financial Assets			
(i) Trade Receivables	3.4	77.65	9.12
(ii) Cash and Cash Equivalents	3.5	42.50	4.35
(iii) Loans	3.6	1.23	0.67
Total Current Assets		121.38	14.14
Total		308.90	224.03
EQUITY AND LIABILITIES			
Shareholders' Funds			
(a) Share Capital	3.7	350.00	350.00
(b) Other Equity	3.8	(141.48)	(148.84)
Total Equity		208.53	201.16
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade Payables	3.9	6.42	6.42
(b) Provisions		-	-
(c) Deferred Tax Liabilities (Net)		-	-
Total Non-Current Liabilities		6.42	6.42
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings			
(ii) Trade Payables	3.10	91.67	15.46
(ii) Other Financial Liabilities (Current Maturities of Long Term Debts)			
(b) Other Current Liabilities	3.11	0.77	0.58
(c) Provisions	3.12	1.51	0.41
Total Current Liabilities		93.95	16.45
Total		308.90	224.03

Corporate Information	1
Significant Accounting Policies	2
Notes on Financial Statements	3

As per our report of even date

For Mistry & Shah LLP
Chartered Accountants
FRN: 122702W

For and on Behalf of the Board
Yuranus Infrastructure Limited

Malav Shah
Partner
M. No. 117101
UDIN: 20117101AAAABB6528

Mohir Desai
Managing Director
DIN: 03089420

Nisha Desai
Director
DIN: 06593368

Place: Ahmedabad
Date: 30/05/2020

Place: Ahmedabad
Date: 30/05/2020

YURANUS INFRASTRUCTURE LIMITED

CIN: L74110GJ1994PLC021352

STATEMENT OF PROFIT & LOSS FOR YEAR ENDING ON MARCH 31, 2020

		Rs. in lacs	
Particulars	Note No.	Current Year	Previous Year
INCOME :			
Revenue from Operations	3.13	73.95	78.70
Other Income	3.14	17.28	17.46
TOTAL REVENUE		91.24	96.16
EXPENDITURE:			
Cost of Materials Consumed		-	-
Purchase of stock-in-trade	3.15	69.12	50.06
Changes In Inventories	3.16	-	23.94
Employee Benefit Expenses	3.17	4.85	6.47
Finance Costs	3.18	0.10	0.02
Depreciation Expenses	3.1	0.04	0.04
Other Expenses	3.19	7.33	8.84
		81.44	89.37
Profit before Exceptional and Extraordinary Items and Tax		9.80	6.79
Exceptional Items		-	-
Profit before Extraordinary Items and Tax		9.80	6.79
Extraordinary Items			
Profit Before Tax		9.80	6.79
Less: Tax Expenses			
Current Tax		2.44	1.76
Deferred Tax			
Profit after Tax for the year		7.36	5.02
Earnings per Equity Share			
-Basic		0.21	0.14
-Diluted		0.21	0.14

Corporate Information	1
Significant Accounting Policies	2
Notes On Financial Statements	3

As per our report of even date

For Mistry & Shah LLP
Chartered Accountants
FRN: 122702W

For and on Behalf of the Board
Yuranus Infrastructure Limited

Malav Shah
Partner
M. No. 117101
UDIN: 20117101AAAA86528

Mohit Desai
Managing Director
DIN: 03089420

Nisba Desai
Director
DIN: 06593368

Place: Ahmedabad
Date: 30/05/2020

Place: Ahmedabad
Date: 30/05/2020

YURANUS INFRASTRUCTURE LIMITED

CIN: L74110GJ1994PLC021352

STATEMENT FOR CHANGES IN EQUITY FOR YEAR ENDED MARCH 31, 2020

A. Equity Share Capital

Rs. in lacs

Particulars	Amount
As at 1 April, 2018	350.00
Changes in the equity share capital	-
As at 31 March, 2019	350.00
Changes in the equity share capital	-
As at 31 March, 2020	350.00

B. Other equity

Rs. in lacs

For the year ended March, 2019		
Particulars	Retained earnings	Total Equity
Balance at April 2018	(153.85)	(153.85)
Profit for the year	5.02	5.02
Balance at March 2019	(148.84)	(148.84)

For the year ended March, 2020		
Particulars	Retained earning	Total equity
Balance at April 2019	(148.84)	(148.84)
Profit for the year	7.36	7.36
Balance at March 2020	(141.49)	(141.49)

For Mistry & Shah LLP
Chartered Accountants
FRN: 122702W

For and on Behalf of the Board
Yuranus Infrastructure Limited

Malav Shah
Partner
M. No. 117101
UDIN: 20117101AAAABB6528

Mohit Desai
Managing Director
DIN: 03089420

Nisha Desai
Director
DIN: 06593368

Place: Ahmedabad
Date: 30/05/2020

Place: Ahmedabad
Date: 30/05/2020

YURANUS INFRASTRUCTURE LIMITED
CIN: L74110GJ1994PLC021352
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020

Rs. in lacs

Sr. No	PARTICULARS	As at March 31, 2020	As at March 31, 2019
1	<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
A	Net Profit (Loss)	7.36	5.02
B	Adjustments:-		
	Income Tax Provision	2.44	1.76
	Depreciation	0.04	0.04
	Interest Expense	0.10	0.02
	Int income classified as investing cash flows	(17.28)	(17.46)
	Operating profit(loss) before working capital changes	(7.35)	(10.62)
C	Adjustments:-		
	Decrease/(Increase) in Inventory	-	23.94
	Decrease/(Increase) in Trade Receivables	(68.53)	(8.73)
	Decrease/(Increase) in Current Financial Assets	(0.57)	2.05
	(Decrease)/Increase in Provisions	0.41	(2.25)
	(Decrease)/Increase in Other Current Liabilities	0.19	0.58
	(Decrease)/Increase in current Financial liabilities [Trade Payables]	76.20	(17.06)
D	Net Cash Flow before tax and extra ordinary item	0.35	(12.09)
	Less: Direct Taxes Paid	(1.71)	(1.75)
	Less: Extraordinary Items		
	Net Cash Flow from Operating Activities	(1.36)	(13.84)
2	<u>CASH FLOW FROM INVESTING ACTIVITIES:</u>		
A	Acquisition of Fixed Assets	-	-
B	Decrease/(Increase) in Non-Current Financial Assets	22.33	0.50
C	Interest Income	17.28	17.46
	Net Cash Flow from Investing Activities	39.61	17.96
3	<u>CASH FLOW FROM FINANCING ACTIVITIES:</u>		
A	Long Term Borrowing Repaid		
B	Interest and finance cost	(0.11)	(0.02)
	Net Cash Flow from Financing Activities	(0.11)	(0.02)
	Net Increase in Cash and Equivalent.	38.15	4.10
	Cash And Cash Equivalents as at the Beginning of the year	4.35	0.25
	Cash And Cash Equivalents as at the Closing of the year	42.50	4.35

As per our report of even date

For Mistry & Shah LLP

Chartered Accountants

FRN: 122702W

For and on Behalf of the Board

Yuranus Infrastructure

Limited

Malav Shah

Partner

M. No. 117101

UDIN: 20117101AAAABB6528

Mohit Desai

Managing Director

DIN: 03089420

Nisha Desai

Director

DIN: 06593368

Place: Ahmedabad

Date: 30/05/2020

Place: Ahmedabad

Date: 30/05/2020

Note No: 3.1 Property, Plants and Equipments

Rs. In lacs

	Particulars	GROSS BLOCK				Accumulated Depreciation					NET BLOCK	
		As at April 1, 2019	Addition during the year	Ded/Adj during the year	As at March 31, 2020	Upto March 31, 2019	For the year	Ded/Adj during the year	Effect on Depn as per Co. Act, 2013	Upto March 31, 2020	As at March 31, 2020	As at March 31, 2019
i	Tangible Assets Freehold/Own Use:											
a	Office Building	2.25	-	-	2.25	1.60	0.04	-	-	1.64	0.61	0.65
b	Furniture and Fixtures	0.56	-	-	0.56	0.54	-	-	-	0.54	0.02	0.02
c	Office Equipments	3.73	-	-	3.73	3.54	-	-	-	3.54	0.19	0.19
d	Vehicles	2.24	-	-	2.24	2.23	-	-	-	2.23	0.01	0.01
e	Computer	1.53	-	-	1.53	1.52	-	-	-	1.52	-	-
	Total Tangible Assets:	10.31	-	-	10.31	9.43	0.04	-	-	9.47	0.83	0.87
	Previous Year	10.31	-	-	10.31	9.39	0.04	-	-	9.43	0.87	0.91
ii	Capital Work in Progress	-	-	-	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-	-	-	-	-
	Previous Year	-	-	-	-	-	-	-	-	-	-	-
	Total	10.31	-	-	10.31	9.43	0.04	-	-	9.47	0.83	0.87

Notes

1. The Gross Carrying Amount of the Assets stated above is determined on the basis of Cost Model
2. The Company has elected to continue with the carrying value of all of its property, plant and equipment and intangible assets recognized as April 1, 2016 (the transition date) measured as per the previous GAAP as its deemed cost as of the transition date
3. The Company uses Straight Line Method as method of Depreciation

Note No - 3.2 Non-Current Financial Asset		Rs. in lacs	
Particulars	As at March 31, 2020	As at March 31, 2019	
Unsecured, considered good			
Security Deposits	0.20		0.20
Advance Income Tax	1.30		1.30
Other Advances	185.19		207.52
Balance with Government Authorities	-		-
Total	186.69		209.02

Note No - 3.3 Inventory			
Particulars	As at March 31, 2020	As at March 31, 2019	
As per value certified by management			
Finished Goods	-		-
Total	-		-

Note No - 3.4 Trade Receivables			
Particulars	As at March 31, 2020	As at March 31, 2019	
Unsecured, Considered good			
Outstanding for more than 6 months	-		-
Outstanding for less than 6 months	77.65		9.12
Total	77.65		9.12

Note

Balances of trade receivables are subject to confirmation

Note No - 3.5 Cash and Cash Equivalents			
Particulars	As at March 31, 2020	As at March 31, 2019	
Balance with Banks	32.15		0.59
Cash on hand	10.35		3.76
Total	42.50		4.35

Note No-3.6 Current Financial Assets-Loans			
Particulars	As at March 31, 2020	As at March 31, 2019	
Balance with Government Authorities			
Unsecured, Considered good:			
GST Receivable	1.23		0.67
TDS Receivable	-		-
Total	1.23		0.67

Notes on Financial Statements for the period from 1st April, 2019 to 31st March, 2020

Note No-3.7.1 Share Capital

Particulars	As at March 31,2020		As at March 31,2019	
	Number	Amt. in `	Number	Amt. in `
Equity Share Capital of ` 10/- each				
Authorized Share Capital	40.00	400.00	40.00	400.00
Issued Share Capital	35.00	350.00	35.00	350.00
Subscribed and Fully Paid Up	35.00	350.00	35.00	350.00
	35.00	350.00	35.00	350.00

Notes

1. The company has only one class of shares viz. equity shares having a par value of Rs.10/- each as above. All equity shares, in present and in future, rank pari passu with the existing equity shares of the company and each shareholder is entitled to one vote per share.
2. The company is neither a subsidiary nor a holding company of any other body corporate. Disclosures as regards the Shareholdings in or by such body corporate, accordingly, are not applicable on the company.
3. The equity shareholders of the company are entitled to get the dividend as and when proposed by the Board of Directors and approved by Share holders in the ensuing General Meeting
4. In the Event of Liquidation of the company, the share holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by shareholders

Note No-3.7.2 Reconciliation of Share Capital

Particulars	As at March 31,2020		As at March 31,2019	
	Number	Amt. in `	Number	Amt. in `
Equity Shares (Face Value ` 10.00)				
Shares outstanding at the beginning of the year	35.00	350.00	35.00	350.00
Conversion of fully paid up Compulsorily Convertible Debentures of Rs.10 each	-	-	-	-
Conversion from Unsecured Loans to Share Capital	-	-	-	-
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	35.00	350.00	35.00	350.00

Notes

1. The company did not have outstanding calls unpaid by directors and officers of the company (Previous year Nil) and also did not have any amount of forfeited shares (Previous Year Nil)
2. As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding

Note No-3.7.3 Shareholders holding more than 5% of Share

Particulars	As at March 31,2020		As at March 31,2019	
	Number	% of Holding	Number	% of Holding
Dinesh Desai	8,33,800	23.82%	8,33,800	23.82%
Leena Desai	5,29,200	15.12%	5,29,200	15.12%
Aabhar Holding Pvt.Ltd	2,49,400	7.13%	2,49,400	7.13%
Satyanarayan Kabra	2,09,600	5.99%	2,09,600	5.99%

Note No- 3.8 Other Equity

Particulars	As at March 31,2020		As at March 31,2019	
		Amt. in `		Amt. in `
Retained Earnings				
Opening Balance	(148.84)		(153.86)	
(+) Profit for the Current Year	7.36		5.02	
(-) Withdrawal during the year	-		-	
Closing balance		(141.48)		(148.84)
		(141.48)		(148.84)

Note No-3.9 Non current financial liabilities-Trade Payables

Rs. in lacs.

Particulars	As at March 31, 2020	As at March 31, 2019
Unsecured, considered good	6.42	6.42
Total	6.42	6.42

Note No-3.10 Trade Payable

Particulars	As at March 31, 2020	As at March 31, 2019
Unsecured, considered good	-	-
Micro, Small and Medium Enterprises	-	-
Others	91.67	15.46
Total	91.67	15.46

Note

1. Balances of trade payables are subject to confirmation
2. The company has dispatch letter by post for asking MSME Registration of Vendors. Till date company has not received any confirmation on that. Hence in the absence of information all vendors are classified under Non-MSME Creditors.

Note No-3.11 Other Current Liabilities

Particulars	As at March 31, 2020	As at March 31, 2019
TDS Payable	0.77	0.58
Total	0.77	0.58

Note No-3.12 Provisions

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for Employee Benefits	-	-
Salary Payable	0.30	-
Others	-	-
Statutory Tax	-	-
Provision for income tax	0.75	0.07
Others	0.46	0.34
Total	1.51	0.41

Note No - 3.13 Revenue from Operations

Particulars	Current Year	Previous Year
Sale of Products	73.95	78.70
Sale of Services	-	-
Total	73.95	78.70

Note No - 3.14 Other Income

Particulars	Current Year	Previous Year
Interest Income	17.28	17.46
Short/excess provision written off	-	-
Total	17.28	17.46

Note No - 3.15 Purchase of Stock-in-trade

Particulars	Current Year	Previous Year
Purchase of finished goods	69.12	50.06
Total	69.12	50.06

Note No - 3.16 Changes in Inventories of Finished Goods, Stock in Trade and Work In Progress

Particulars	Current Year	Previous Year
Opening Balance		
Finished goods	-	23.94
Less : Closing Balance		
Finished goods	-	-
Total	-	23.94

Note No :- 3.17 Employee Benefits

Particulars	Current Year	Previous Year
Salary and Wages	2.10	3.47
Directors Remuneration	2.75	3.60
Total	4.85	6.47

Note No :- 3.18 Finance Costs

Particulars	Current Year	Previous Year
Interest Expense and Bank Charges	0.10	0.02
Total	0.10	0.02

Note No :- 3.19 Other Expense

Particulars	Current Year	Previous Year
Advertisement Expense	1.28	0.33
Auditor Remuneration	0.31	0.30
Commission expense	-	1.36
Company secretarial audit works	0.99	0.45
Courier expense	0.17	0.12
Demat charges	-	0.02
Hosting Renewal	0.05	0.08
Insurance Expense	0.03	0.03
Legal and Professional fees	0.52	0.53
Listing fees	3.00	2.50
M.C.A Fees	-	0.06
Misc Exp	0.04	0.35
NSDL/CDSL Depository Fees	0.22	0.24
Office expense	-	0.20
Petrol Exp	-	0.30
Postage exp	0.01	0.00
Project Expense	0.21	-
ROC Filing Fees	0.46	-
Round off	-	-
Seating Fees	-	1.80
Stationery Exp	-	0.08
Telephone expense	0.04	0.04
Travelling Exp	-	0.10
Website development charges	-	-
Total	7.33	8.64

Notes to the Financial Statements for the year ended 31st March, 2020

Note: A. Corporate Information

Yuranus Infrastructure Limited ("the Company") is a company incorporated in Ahmedabad, Gujarat, India on 22nd February, 1994. The Registered office of the Company is Located at 201, 2nd floor, Maulik Arcade, Above KarnavatiPagarkhaBazar, Mansi Cross Road, Vastrapur, Ahmedabad, Gujarat-380015, India

The Company is engaged in business of trading of textiles and other allied products.

Note: B. Significant Accounting Policies:

B.1 Basis of Preparation of Financial Statement

The financial statements have been prepared on an accrual basis and under the historical cost.

The financial statement of the company have been prepared to comply with Indian Accounting Standards(IND AS) as notified under Section 133 of the Companies Act, 2013 (the Act) read with Companies (Indian Accounting Standard) Rules, 2015 and other relevant provision of the Act.

The classification of assets and liabilities as current and non-current has been done based on the Company's normal operating cycle (not exceeding twelve months) and other criteria as set out in Schedule III to the Act.

All figures in the financial statements have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

Company's Financial Statements are presented in Indian Rupees (Rs.), which is also its functional currency

The estimates and judgments used in the preparation of the financial statements have been consistently used by the company and are under continuous review. They are based on certain assumptions and historical experiences of the company that the company believes to be reasonable in the given circumstances.

B.2 Summary of Significant Accounting Policies

(a) Property, Plant & Equipment

The company had applied for the one time transition exemption of considering the carrying cost on the transition date i.e. 1st April, 2016 as the deemed cost under IND AS. The same is treated as the historical cost. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that the future economic benefits associated with the asset will

flow to the company and the cost of the item can be measured reliably. Other repairs and maintenance are charged to the statement of Profit & Loss during the reporting period in which they are incurred.

Depreciation on Fixed asset is provided on a Straight Line Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013

(b) Intangible Assets

Intangible Assets acquired separately are measured on initial recognition at cost. Following initial recognition, Intangible Assets are carried at cost less accumulated amortization and accumulated impairment, if any. Gains or losses arising from derecognition of an Intangible Asset are measured as the difference between the net disposal proceeds and the carrying amount of the Asset and are recognized in the statement of profit and loss when the asset is derecognized.

(c) Borrowing Cost

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

(d) Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any, Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads net of recoverable taxes incurred in bringing them to their respective present location and condition.

(e) Provisions and Contingent Liability

Provisions are recognised when the company has a present legal or constructive obligation as a result of any past event and is probable that an outflow of resources shall be required to settle the obligation and the amount can be reliably estimated. They are measured at the present value of the management's best estimate of the expenditure required to settle the obligation.

Contingent liabilities are disclosed in respect of possible obligations that arise from the past events but their existence shall be confirmed by the occurrence or non-occurrence of the one or more uncertain future events not wholly within the

control of the company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

(f) Employee Benefits Expenses

Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognized as an expense during the period when the employees render the services.

Post Employment Benefits

a) Defined Contribution Plans

Payments made to a defined contribution plan such as Provident Fund is charged as an expense in the Statement of Profit and Loss as they fall due.

b) Defined Benefit Plans

Past Service Cost is recognised immediately to the extent that the benefits are already vested and otherwise is amortised on a straight-line basis over the average period until the benefits become vested.

The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the schemes.

(g) Taxes on Income

Tax expense comprises both current and deferred taxes. Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date.

The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes

reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Minimum Alternate Tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

(h) Foreign Currencies Transactions and Translation

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction.

Exchange differences arising on settlement or translation of monetary items are recognized in Statement of Profit and Loss except to the extent of exchange differences which are directly attributable to the acquisition or construction of qualifying assets which are accumulated in "Foreign Currency Monetary Item Translation Difference Account".

(i) Revenue Recognition

Revenue from sale of products and services are recognised at a time on which the performance obligation is satisfied. The period over which revenue is recognised is based on the entity's right to payment for performance completed. In determining whether an entity has right to payment, the entity shall consider whether it would have an enforceable right to demand or retain payment for performance completed to date if the contract were to be terminated before completion for reasons other than the entity's failure to perform as per the terms of the contract.

(j) Cash and Cash Equivalents (for the purpose of Cash Flow Statement)

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand, fixed deposits with banks which are short term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in values.

(k) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit / loss before extraordinary items and 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 flows from operating, investing and financing activities of the company are segregated based on available information.

(l) Investment

Investments are either classified as current or non-current based on management's intention. All Investments are carried at cost.

(m) Government Grant

Government grants are recognized at their fair value only when there is reasonable assurance that the conditions attached to them shall be complied with, and the grant will be received. Grants related to assets are shown as a deduction from gross value of the asset concerned. The grant is thus recognised in the profit and loss statement over the useful life of the depreciable asset by way of a reduced depreciation charge. Grants related to revenue are deducted in reporting related expense for which the grants have been received.

(n) Earnings Per Share

Basic earnings per share is calculated by dividing the profit attributable to the owners of the company by the weighted average number of the equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year

Diluted earnings per share adjusts to the figures used in the determination of basic earnings per share to take into account the after tax effect of interest attributable to dilutive potential equity share and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

Note: C. Notes On Accounts:

3.20 Balance Confirmation

Balances from Trade Receivable, Loans and Advances, Deposits and, including other payables are subject to confirmation. In the opinion of management of the Company, provisions for all known liabilities have been made in the books of accounts. Further, the current assets and liabilities are stated at the value realizable in the ordinary course of business.

3.21 Prior Period and Extraordinary Item

As per IND AS 8, Accounting Policies, Changes In Accounting Estimates And Errors, Prior period items are income or expenses which arise in the current period as a result of errors or omissions in the preparation of the financial statements of one or more prior periods.

3.22 Event Occurring after Balance Sheet Date

As per IND AS 10 Events occurring after the balance sheet date are those events, both favourable and unfavourable, that occur between the balance sheet date and the date on which the financial statements are approved by the Board of Directors in the case of a company, and, by the corresponding approving authority in the case of any other entity.

These events can broadly be classified in two ways:

- a) Those which provide further evidence of conditions that existed at the balance sheet date; and
- b) Those which are indicative of conditions that arose subsequent to the balance sheet date.

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

3.23 Earnings Per Share

Particular	Year ended March 31 st , 2020	Period ended March 31 st , 2019
Net Profit as per Profit and Loss Statement	7.36	5.02
Weighted Average Number of Equity Shares	35,00,000	35,00,000
Nominal Value Per Share	10.00	10.00
Basic EPS	0.21	0.14
Diluted EPS	0.21	0.14

- **Calculation of Weighted Average Number of Equity Shares for F.Y. 2019-20**

Sr. No.	Date	Particulars	No. of shares	No of days share were outstanding	Weighted Average No of Equity Shares
1	1-Apr-2019	Opening balance of outstanding equity shares	35,00,000	365	35,00,000
2	31-Mar-2020	Closing Balance of outstanding equity shares	35,00,000	-	35,00,000

3.24 Impairment of Assets

Pursuant to IND AS 36, Impairment of Assets issued by the Central Government under the Companies (Indian Accounting Standard) Rules, 2015 for determining Impairment in the Carrying amount of fixed assets, it has been concluded that since recoverable amount of fixed Assets is not less than its carrying amount, therefore no provision is required for impairment in respect of fixed Assets owned by the Company.

3.25 Micro Small and Medium Enterprises (MSME)

The Micro Small and Medium Enterprise registered under The Micro small and Medium Enterprise Development Act 2006 have been taken based on the list of MSME creditors. However, as the Company has not received any claims in respect of such interest, no provision has been made in the books of accounts.

The company has dispatch letter by post/email for asking MSME Registration of Vendors. The vendors that confirmed MSME Registration have been classified in the category of MSME Creditors and those who failed to confirm have been classified under Non-MSME Creditors.

3.26 Deferred Tax Assets/Liability

Pursuant to IND AS 12, Income Taxes, Deferred Tax Liability is to be recognized for all taxable temporary differences, except to the extent that such difference arises from:

- The initial recognition of goodwill; or
- The initial recognition of an asset or liability in a transaction which:
 - is not a business combination; and
 - at the time of the transaction, affects neither accounting profit nor taxable profit.

In absence of such temporary differences the company has not created any deferred tax asset/liability.

3.27 Retirement Benefits

Disclosure Requirement as per IND AS-19 "Employee Benefits" notified under Section 133 of the Companies Act, 2013

a) Defined Contribution Plan:-

The Company does not provide for any defined benefit plans to any employees.

b) Defined Benefit Plan: -

The Payment of Gratuity Act, 1972 is only applicable to entities having 10 or more employees. In case of the company, it has only two employees thereby not satisfying the primary criteria of the Act and thus no provision has been created for Gratuity.

3.28 Related Party Transactions

As per IND AS 24 on "Related Party Disclosure" issued by the Institute of Chartered Accountant of India the disclosure of transactions with related party is as under:

Party	Relation	Transaction	Amount (in Rs.)
Mohit Desai	Director	Remuneration	2,75,000

3.29 Pending Litigations

There were no Pending Litigations and Criminal Proceedings against the company as on the Balance Sheet Date.

For Mistry & Shah LLP
Chartered Accountants
FRN: 122702W

For and on Behalf of the Board
Yuranus Infrastructure Limited

Malav Shah
M. No. 117101
UDIN: 20117101AAAABB6528

Mohit Desai
Managing Director
DIN: 03089420

Nisha Desai Partner
Director
DIN: 06593368

Place: Ahmedabad
Date: 30/05/2020

Place: Ahmedabad
Date: 30/05/2020