

YURANUS INFRASTRUCTURE LTD

27TH ANNUAL REPORT

2020-2021

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YURANUS INFRASTRUCTURE LIMITED
CIN: L74110GJ1994PLC021352

Board of Directors

Mr. Pankhil Dineshbhai Desai
(DIN: 02908540)
(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
Pagrakha Bazaar, Mansi Cross Road, Vastrapur
Ahmedabad -380015
Tel. No.: 079-40082820 / 21
E-mail address: info@yuranusinfra.com;
investors@yuranusinfra.com; pankhilfinlease@yahoo.com
Website:
www.yuranusinfra.com

Bankers

Bank of Baroda

**Registrar & Transfer
Pvt. Ltd,
Agents**

Link Intime India
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.



YURANUS INFRASTRUCTURE LIMITED

CIN: L74110GJ1994PLC021352

Regd. Off. : 201, 2ND FLOOR, MAULIK
ARCADE, ABOVE KARNAVATI PAGARKHA
BAZAR, MANSI CROSS ROAD, VASTRAPUR
AHMEDABAD-380015

Website: www.yuranusinfra.com

Email: info@yuranusinfra.com

Telephone: 079-40082820 / 21

Notice of Annual General Meeting

Notice is hereby given that the **Twenty Seventh (27th) Annual General Meeting** of the Members of **YURANUS INFRASTRUCTURE LIMITED** will be held on **Tuesday, 28th day of September, 2021 at 12:30 p.m. (IST)** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following Business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended **March 31, 2021** together with the Reports of the Auditors' and the Board of Directors' thereon.
2. To appoint Mr. PANKHIL DINESHBHAI DESAI (DIN: 02908540), who retires by rotation as a Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. PANKHIL DINESHBHAI DESAI (DIN: 02908540), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. **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 under Section 186 of the Companies Act, 2013.**

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 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.”

By order of the Board

SD/-

MOHIT DINESH DESAI

Managing Director

DIN: 03089420

Place: Ahmedabad

Date: August 13, 2021

Notes:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made there under on account of the threat posed by Covid-19”, circular no. 20/2020 dated May 5, 2020 in relation to “Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means(OAVM)”and Circular no. 02/2021 dated January 13,2021in relation to “Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)” (collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 in relationto “Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – Covid-19 pandemic” and circular no. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021 in relation to “Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to the CoVID -19 pandemic” (collectively referred to as “SEBI Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the AGM of the members of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. In terms of the MCA Circulars, the physical attendance of Members has been dispensed with and there is no requirement of appointment of proxies. Accordingly, the facility for appointment of proxies by the Members willnot be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
3. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) attending the meeting through VC / OAVM are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/ Authorisation etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorisation shall be sent by email through its registered email address to evoting@nsdl.co.in.
4. The relevant details, pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed to this Notice.
5. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition and relogged transfers of securities. Further, SEBI vide its circular no. SEBI/HO/ MIRSD/RTAMB/CIR/P/2020/236 dated December 2, 2020 had fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode.In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company’s Registrars and Transfer Agents, M/s. Link Intime India Private Limited for assistance in this regard.
6. The Company is concerned about the environment. We request you to update your email address with your Depository Participants to enable us to send you communications via email. Members who have not registered their e-mail addresses, so far, are requestedto register their email addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold sharesin physical form are requested to provide their emailaddresses to the M/s. Link Intime India Private Limited sending an e-mail at rnt.helpdesk@linkintime.co.in or to the Company at info@yuranusinfra.com.

7. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or M/s. Link Intime India Private Limited, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
8. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
9. Members holding shares in physical form are requested to inform the Company's Registrars and Transfer Agents, M/s. Link Intime India Private Limited (RTA), and Members holding shares in dematerialized form to their respective Depository Participants immediately of any change in their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details etc. These changes will then be automatically reflected in the Company's records. This will help the Company to provide efficient and better service to the Members.

To register e-mail address for all future correspondence and update the bank account details, please follow the below process:

Physical Holding Send a request to M/s. Link Intime India Private Limited at rnt.helpdesk@linkintime.co.in:

- i) To register e-mail address, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN and AADHAR (self-attested scanned copy of both PAN card and Aadhar card)
- ii) To update bank account details, please send the following additional documents/information followed by the hard copies:
 - a) Name of the bank and branch address,
 - b) Type of bank account i.e., savings or current,
 - c) Bank account no. allotted after implementation of core banking solutions,
 - d) 9-digit MICR code no., and
 - e) 11-digit IFSC code
 - f) Original cancelled cheque bearing the name of the first shareholder, failing which a copy of the bank passbook / statement attested by bank.

Demat Holding Please contact DP and follow the process advised by your DP.

In compliance with the MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories.

10. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website www.yuranusinfra.com, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL, www.evoting.nsdl.com.
11. Since the AGM will be held through VC / OAVM, the Route Map does not form part of the Notice. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business at item no. 3 to is annexed hereto and forms part of the Notice.
12. All documents referred to in the accompanying notice and the explanatory statements are open for inspection by the members at the registered office of the Company on all working days during 11:00 AM to 1:00 PM and through electronic means. Members can request the same by sending an email to info@yuranusinfra.com till the date of the AGM.
13. Members seeking any information with regards to financial statements or any matters to be placed at the AGM are requested to write to the Company on or before September 24, 2021 email at info@yuranusinfra.com. The same will be replied by the Company suitably.
14. **Voting through Electronic Means :**
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 in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility provided by Listed Entities; 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 authorised e-Voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.

The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Monday, September 20, 2021 are entitled to vote on the Resolutions, set forth in this Notice. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the 'cut-off date' of Monday, September 20, 2021.

Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Monday, September 20, 2021 may obtain the login ID and password by sending a request at rnt.helpdesk@linkintime.co.in or evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.

In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

CS Amrish N. Gandhi, Practicing Company Secretary (ICSI M No F8193) has been appointed as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner.

The Scrutiniser shall, immediately after the conclusion of voting at general meeting, count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. Scrutiniser shall within 2 working days of conclusion of the meeting submit a consolidated scrutiniser report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing.

The results along with the Scrutinisers Report shall be placed on the website of the Company and on the website of NSDL and shall be communicated to BSE Limited.

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

The remote e-voting period begins on Saturday, September 25, 2021 at 9:00 a.m. (IST) and ends on Friday, September 27, 2021 at 5:00 p.m. (IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Monday, September 20, 2021 i.e. cut-off date, may cast their vote electronically. The e-Voting module shall be disabled by NSDL for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-Voting facility either during the period commencing from September 25, 2021 to September 27, 2021 or e-Voting during the AGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.

Those members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

The instructions for shareholders voting electronically are as under:

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:

- I) Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

Pursuant to SEBI circular no SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process.

Shareholders are advised to update their mobile number and e-mail ID with their DPs in order to access e-Voting facility.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>A. NSDL IDeAS facility</p> <p>If you are already registered, follow the below steps:</p> <ol style="list-style-type: none"> 1. Visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. 2. Once the home page of e-Services is launched, click on the “Beneficial Owner” Icon under “Login” which is available under “IDeAS” section. 3. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. 4. Click on “Access to e-Voting” appearing on the left hand side under e-Voting services and you will be able to see e-Voting page. 5. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting and e-Voting during the meeting. <p>If you are not registered, follow the below steps:</p> <ol style="list-style-type: none"> 1. Option to register is available at https://eservices.nsdl.com. 2. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Please follow steps given in points 1-5. <p>B. Visit e-Voting website of NSDL</p> <ol style="list-style-type: none"> 1. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile phone. 2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. 3. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. 4. After successful authentication, you will be redirected to NSDL website wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and e-Voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/ Easiest is https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi / Easiest the user will be also able to see the e-Voting Menu. The Menu will have links of ESP i.e. NSDL portal. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and e-mail as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) logging through their depository participants	<ol style="list-style-type: none"> 1. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. 2. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. 3. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and e-Voting during the meeting.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot User ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in Or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

- II) Login method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open a 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 newscreen 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:
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*****
For Members who hold shares in demat account with CDSL.	16 Digits Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if EVEN is 101456 and folio number is 001*** the 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, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
 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) Click on "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.
 - (d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 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 and join General Meeting 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 during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
 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 and you will receive a confirmation by way of a SMS on your registered mobile number from depository.
 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. 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.

2. 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 and 1800 22 44 30 or can contact NSDL on evoting@nsdl.co.in or contact Further, please find below details of NSDL officials for queries.

Mr. Amit Vishal, Senior Manager, NSDL, 022-2499 4360 oremail at amitv@nsdl.co.in

Ms. Pallavi Mhatre, Manager, NSDL, 022-2499 4545 oremail at pallavid@nsdl.co.in

II. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches
5. Shareholders, who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at info@yuranusinfra.com. The same will be replied by the company suitably.

III. THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is the same as the instructions mentioned above for remote e-voting.
2. Only those Members, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e- voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), and AADHAR (self attested scanned copy of Aadhar Card) by email to info@yuranusinfra.com.
2. In case shares are held in Demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to info@yuranusinfra.com.
3. Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by providing the details mentioned in Point (1) or (2) as the case may be.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their Demat account in order to access e-Voting facility.

By order of the Board

SD/-
MOHIT DINESH DESAI
Managing Director
DIN: 03089420

Place: Ahmedabad

Date: August 13, 2021

Annexure to the Notice

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 3

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 (including its subsidiary) 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. 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. 3 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. 3 of the accompanying Notice, for Members' approval.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution.

By order of the Board

SD/-
MOHIT DINESH DESAI
Managing Director
DIN: 03089420

Place: Ahmedabad
Date: August 13, 2021

Annexure A

Brief resume of Directors seeking appointment/ Re-appointment are as under:

Name of Director	Sri. Pankhil Dineshbhai Desai
Date of Birth	12/04/1987
Date of Appointment	June 12, 2020
DIN	02908540
Nationality	Indian
Qualifications	Bachelors of Science (Information Technology) Post Graduate Diploma in Management (Finance)
Brief Resume and Expertise in specific Functional areas	Pankhil Desai has experience of more than 11 years in varied industries ranging from Education, Real estate, Plastics, Textiles, etc. He has held roles at senior levels in these businesses. He belongs to the promoter group of the company.
Terms and Conditions of Appointment / Re-appointment	As per the Resolution at Item No. 3 of the 26 th Annual General Meeting
Details of remuneration sought to be paid	As per the Nomination and Remuneration Policy of the Company.
Details of remuneration last drawn	For remuneration details, please refer to the Board's Report
No. of Board Meetings attended	5 out of 5
List of Directorships held in other Companies.	1. Director in Pankhil Construction Limited 2. CEO(KMP) & Director in Vansh Furnishings Private Limited
Chairman/Membership of the Committees of the Boards of other Companies in which he is Director	NIL
No. of Shares held	9,100
Relationship with any Director of the Company	Brother of Shri Mohit D. Desai, Managing Director

BOARD'S REPORT

To the Members,

Your Directors take pleasure in presenting the 27th Annual Report together with the Audited Statement of Accounts for the Financial Year ended **March 31, 2021**.

Standalone Financial Results

(Rs. in Lakhs)

Particulars	2020-21	2019-20
Revenue from Operations	29.48	73.95
Other Income	16.98	17.28
Total Income	46.46	91.24
Profit before Interest, Depreciation, Exceptional Items and Tax (PBIDT)	4.96	9.94
Less: Finance Costs	0.03	0.10
Profit before Depreciation, Exceptional Items and Tax	4.93	9.84
Less: Depreciation and Amortization Expenses	0.04	0.04
Profit before exceptional item & tax	4.89	9.80
Exceptional items (Net)	-	-
Profit before tax	4.89	9.80
Provision for Tax(Including earlier Year Taxation)	1.33	2.44
Profit after Tax	3.56	7.36
Other comprehensive income/(loss) for the year	-	-
Total comprehensive income for the year	-	-
Retained earnings- Opening Balance	-141.49	-148.84
Add: Profit for the Year	3.56	7.36
Less: Transferred to General Reserve	-	-
Retained earnings - Closing Balance	-137.92	-141.49
Paid up Capital	350.00	350.00

Operational performance

Standalone

Your Board reports that the Revenue from Operations of the Company for the Financial Year ended **31st March, 2021** amounted to Rs. 29.48 Lakhs as against Rs. 73.95 Lakhs in FY 2019-20 and earned a Profit before Interest, Depreciation, Exceptional Items and Tax (PBIDT) of Rs. 4.96 Lakhs for the F.Y 2020-21 as against Rs. 9.94 Lakhs in the previous year. After deducting financial charges of Rs. 0.03 Lakhs, providing a sum of Rs. 0.04 Lakhs towards depreciation, Rs. 1.33 Lakhs for income tax, the operations of the Company resulted in a net profit of Rs. 3.56 Lakhs for the F.Y 2020-21 as against Rs. 7.36 Lakhs in F.Y 2019-20.

The operations of the Company during the F.Y were impacted due to the COVID-19 Global Pandemic. The outbreak of Corona virus (COVID-19) pandemic globally and in India has been causing significant disturbance and slowdown of economic activity. On 24th March 2020, the Government of India ordered a nationwide lockdown initially for 21 days and which was subsequently extended in phases till mid of May, 2020 to prevent community spread of COVID-19 in India resulting in significant reduction in economic activities.

Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closure of non-essential services had triggered significant disruptions to businesses worldwide, resulting in an economic slowdown.

COVID-19 is significantly impacting business operations of the companies, by way of interruption in production, supply chain disruption, unavailability of personnel, closure / lock down of production facilities etc. Your Company has taken necessary measures to contain the spread of virus in the office from where the employees are functioning. In spite of the various safety measures taken by the Company some of the employees, workers were infected with the virus and few of them also succumbed to the infection.

Management Discussion and Analysis

Business Overview and Outlook and the state of the affairs of the Company and the Industry in which it operates, is discussed in detail in the section relating to Management Discussion & Analysis which forms part of this Report.

Change in nature of business

There has been no change in the nature of business carried on by the Company during the year under review.

Material Changes and Commitments affecting the financial position of the Company

There are no Material Changes and Commitments affecting the financial position of the Company which occurred between the end of the financial year to which the financial statements relate and the date of this Report. However the impact of 2nd wave of COVID-19 pandemic which has struck India from the mid of March 2021 has impacted operations of the Company. The economic impact of the 2nd wave on the operations of the Company is unascertainable as on the date of this report.

Share Capital

During the financial year under review, there has been no change in the Authorized & Paid up Share Capital of the Company.

Particulars of Contracts or Arrangements with Related Parties

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

Directors' responsibility statement

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, your Directors to the best of their knowledge and ability confirm as under:

- In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- We have 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 as at 31st March, 2021

and of the profit of the Company for the financial year ended 31st March, 2021;

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

Disclosures: Deposits

During the year, the Company has not accepted any public deposits.

Conservation of energy, technology absorption and foreign exchange earnings and outgo

- A. Conservation of energy
The Company's core activity is civil construction which is not power intensive. The Company is making every effort to conserve the usage of power wherever possible.
- B. R&D and technology absorption:
Not applicable
- C. Foreign exchange earnings and outgo during the F.Y 2020-21
Foreign exchange earnings -NIL
Foreign exchange outgo-NIL

During the year under review no significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

Particulars of loans, guarantees or investments under Section 186;

Details of Loans, Guarantees, Investments under the provisions of Section 186 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 as at 31st March, 2021 form part of the Notes to the financial statements provided in this Annual Report.

Directors:

During the year under review and based on the recommendation of Nomination and Remuneration Committee and subject to the approval of the members of the Company, the Board of Directors at its meeting held on 12th June, 2020 has appointed Sri Pankhil Dineshbhai Desai (DIN 02908540) as an Additional Director of the Company w.e.f. 12th June, 2020. Further the Members of the Company have approved the appointment of Sri Pankhil Dineshbhai Desai vide resolution dated 22nd December, 2021 passed in 26th AGM.

In pursuance of Section 152 of the Companies Act, 2013 and the rules framed there under, Sri Pankhil Dineshbhai Desai (DIN

02908540), Executive Director, is liable to retire by rotation, at the ensuing Annual General Meeting and being eligible have offered himself for reappointment.

Other than as stated above, there has been no other change in the Directors during the year under review.

The Independent Directors have submitted the declaration of independence, pursuant to Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 read with sub rule (1) and (2) of Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014 as amended.

Key Managerial Personnel

As on 31st March 2021 Sri Mohit Dinesh Desai, Managing Director; Smt. Nisha Mohit Desai, Executive Director; Sri Pankhil Dineshbhai Desai, Executive Director; Sri Maulik Shah, CFO and Riddhi Nareshkumar Shah, Company Secretary are Key Managerial Personnel of the Company in accordance with the provisions of Section(s) 2(51), 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Board Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, Board Committees, the Individual Directors, the Chairman of the Company etc pursuant to the provisions of the Companies Act, 2013 read with the Rules framed thereunder and SEBI (LODR) Regulations.

The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the Committees was evaluated by the Board after seeking inputs from the Committee Members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc.

In a separate meeting of Independent Directors, performance of the Directors, the Board as a whole and the Chairman of the Company was evaluated, taking into account the views of executive directors and non-executive directors.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

Meetings of Board of Directors

During the Financial Year under review the Board has met Eight times i.e. on May 25, 2020; May 30, 2020; June 12, 2020; June 22, 2020; August 25, 2020; September 09, 2020, November 11, 2020 and February 12, 2021. The details with respect to Committee meetings and attendance there at as required under the Secretarial Standard-1 issued by the Institute of Company Secretaries of India have been provided in the Corporate Governance Report forming part of this Annual Report.

Audit Committee

The Company has in place an Audit Committee in terms of the requirements of the Companies Act, 2013 read with the Rules made thereunder and Regulation 18 of the SEBI (LODR) Regulations, 2015. The details relating to the Audit Committee are given in the section relating to Corporate Governance forming part of the Annual Report.

Whistle Blower Policy/Vigil Mechanism

Pursuant to Section 177 of the Companies Act, 2013 and the Rules framed there under and pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has established a mechanism through which all the stakeholders can report the suspected frauds and genuine grievances to the appropriate authority. The Whistle Blower Policy which has been approved by the Board of Directors of the Company has been hosted on the website of the Company <http://www.yuranusinfra.com/download.php?file=whistle%20blower%20policy.pdf>. During the year under review the Company has not received any complaint(s) under the said policy.

Risk Management

The Company has established Enterprise Risk Management process to manage risks with the objective of maximizing shareholders value.

Internal Financial Controls and their adequacy

The Company has in place adequate internal financial controls commensurate with the size, scale and complexity of its operations. The Company has policies and procedures in place for ensuring proper and efficient conduct of its business, the safeguarding of its assets, the prevention and detection of frauds the accuracy and completeness of the accounting records and the timely preparation of reliable financial information.

Annual Return

Pursuant to Section 92 (3) of the Companies Act, 2013 a copy of the annual return for the financial year ended 31st March 2021 has been placed on the website of the Company at <http://www.yuranusinfra.com/download.php?file=form%20mg%209.PDF>

Statutory Auditors and their report

M/s. Mistry & Shah LLP (Firm Registration No.W100683), Chartered Accountants who were appointed as Statutory Auditors of the Company for a term of five years from the conclusion of the 25th Annual General Meeting till the conclusion of the 30th Annual General Meeting, conducted the Statutory Audit for the FY- 2020-21. The Independent Auditors' Report(s) to the Members of the Company in respect of the Financial Statements for the Financial Year ended March 31, 2021 form part of this Annual Report and contains following observation(s):-

Sr. No.	Observations by Statutory Auditors	Comments by Management
1.	As required by section 197(16) of the Act, we report that Managerial Remuneration has not	Special Resolution has been passed for Appointment of

	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.	Managing Director in 23 rd AGM and the Remuneration payable to him.
2.	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.	Necessary Resolution has been passed in the Special Business of the ensuing 27 th Annual General Meeting.

Secretarial Audit Report

As per the provisions of Section 204(1) of the Companies Act, 2013, the Company has appointed M/s. Amrish Gandhi & Associates, Practicing Company Secretaries to conduct Secretarial Audit of the records and documents of the Company for the Financial Year 2020-21. The Secretarial Audit Report for the Financial Year ended 31st March, 2021 in Form MR-3 is annexed to and forms part of this Report - **Annexure - I**.

Corporate Governance

Pursuant to the provisions of Chapter IV read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate section on Corporate Governance has been incorporated in the Annual Report for the information of the shareholders.

Reporting of Frauds

There have been no instances of fraud reported by the Auditors of the Company under Section 143(12) of the Companies Act, 2013 and the Rules framed there under either to the Company or to the Central Government

Particulars of Employees

Details in respect of remuneration paid to employees as required under Section 197 (12) of the Companies Act, 2013, read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time forms part of this report.

The ratio of the remuneration of each Director to the median employee's remuneration and other details in terms of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is given in **Annexure – II** and forms part of this Report.

Protection of Women at Work Place

The Company has formulated a policy on Prevention of Sexual Harassment of Women at Workplace in accordance with The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has an Internal Complaints Committee for providing a Redressal mechanism pertaining to sexual harassment of women employees at workplace. During the financial year ended 31st March, 2021, the Company has not received any complaints pertaining to Sexual Harassment.

Acknowledgements

Your Directors place on record their sincere appreciation and thanks for the valuable cooperation and support received from the employees of the Company at all levels, Company's Bankers, Central and State Government Authorities, Associates, JV partners, clients, consultants, sub-contractors, suppliers and Members of the Company and look forward for the same in equal measure in the coming years.

For and on behalf of the Board

Place: Ahmedabad
Date: 13th August, 2021

Mohit D. Desai
Chairman & Managing Director
(DIN No. 03089420)

ANNEXURE – I

Form No. MR-3

[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]

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

To,
The Members,
Yuranus Infrastructure Limited Ahmedabad

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other documents/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, 2021** 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 the Company for the financial year ended **March 31, 2021**, according to the provisions of:

- (i) The Companies Act, 2013 (“the Act”) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment;
- (v) The following Regulations prescribed under the Securities and Exchange Board of India Act, 1992:-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009/2018;
(Not applicable during the period under review)
 - (d) 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

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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time;

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

1. *Company has not paid listing fees for the Financial Year 2021-22*
2. *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.*

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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

During the period under review, resolutions were carried through majority. As confirmed by the Management, there were no dissenting views expressed by any of the members on any business transacted at the meetings held during the period under review.

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.

We further report that during the audit period the Company has no major events.

For Amrish Gandhi & Associates

Date: 13.08.2021
Place: Ahmedabad

Amrish Gandhi
FCS No.: 8193
C P No.: 5656
UDIN: F008193C000783462

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

Annexure

To,
The Members,
Yuranus Infrastructure Limited
Ahmedabad

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 process 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. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of 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.
7. We further report that the compliance by the Company of applicable fiscal laws like Direct & Indirect tax laws, Labour Laws, General and other specific Laws as may be applicable to the Company, have not been reviewed in this audit since the same has been subject to review by the statutory financial audit and other designated professionals.

8. Under the situation of COVID-19 pandemic prevailing during the period, secretarial audit was conducted with the verification of all the documents, records and other information electronically as provided by the management.

For Amrish Gandhi & Associates

Date: 13.08.2021
Place: Ahmedabad

Amrish Gandhi
FCS No.: 8193
C P No.: 5656
UDIN: F008193C000783462

ANNEXURE – II

Statement of particulars as per Rule 5 of Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014.

The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

1. The remuneration of each Director/ KMP of the Company for the financial year 2020-21 is specified herewith:

Sr. No.	Name of Director/KMP	Total Remuneration paid by the company for FY 2020-21 (In Rs -Per Annum)	% increase or (decrease) in remuneration paid in FY 2020-21 as compared to F.Y 2019-20	Ratio of remuneration of each Directors to the median remuneration of the employee*
1.	PANKHIL DINESHBHAI DESAI Executive Director	NIL	NA	NA
2.	MOHIT DINESH DESAI Managing Director	2,00,000/-	(27.27)%	2.53 Times
3.	RAJENDRAKUMAR SHANTILAL GANDHI Independent Director	NIL	NA	NA
4.	ATUL JAYANTILAL SHAH Independent Director	NIL	NA	NA
5.	NISHA MOHIT DESAI Executive Director	NIL	NA	NA
6.	MAULIK SHAH Chief Financial Officer	NIL	NA	NA
7.	RIDDHI NARESHKUMAR SHAH Company Secretary	1,27,877/-	NA	NA

*Ratio of remuneration of each Director to the median remuneration of the employee is calculated on basis of gross salary.

2. There were 5 employees (other than directors) on the rolls of Company as on 31st March, 2021.

3. It is hereby affirmed that the remuneration paid is as per the Nomination & Remuneration Policy adopted /amended by the company.
4. Average percentile decrease already made in the salaries of employees other than the managerial personnel in the last financial year - The average percentile decrease made in the salaries of employees other than the managerial personnel is 25.64% as of year ended on March, 2021 compared to year ended on March, 2020 (calculated on basis of gross salary)
5. Decrease in the managerial remuneration and justification thereof - The managerial remuneration is decreased in the Financial year 2020-21. The managerial remuneration paid to the Director/ Directors is as per section 197 and Schedule V of the Companies act 2013 and amendments thereon as approved by Board of Directors and shareholders of the company.

For, Yuranus Infrastructure Limited

Date: 13/08/2021
Place: Ahmedabad

Mohit Desai
Chairman & Managing Director
DIN: 03089420

MANAGEMENT DISCUSSION & ANALYSIS

Global economy – Need of the Hour...

“Vaccine inequity between countries and regions is posing a significant risk to an already uneven and fragile global recovery,” said UN Chief Economist Elliott Harris. “Timely and universal access to COVID-19 vaccinations will mean the difference between ending the pandemic promptly and placing the world economy on the trajectory of a resilient recovery, or losing many more years of growth, development and opportunities.”

Global economy - amid high uncertainty

Global prospects remain highly uncertain one year into the pandemic. New virus mutations and the accumulating human toll raise concerns, even as growing vaccine coverage lifts sentiment. Economic recoveries are diverging across countries and sectors, reflecting variation in pandemic-induced disruptions and the extent of policy support. The outlook depends not just on the outcome of the battle between the virus and vaccine-it also hinges on how effectively economic policies deployed under high uncertainty can limit lasting damage from this unprecedented crisis.

Yet, even with high uncertainty about the path of the pandemic, a way out of this health and economic crisis is increasingly visible. Thanks to the ingenuity of the scientific community, we have multiple vaccines that can reduce the severity and frequency of infections. In parallel, adaptation to pandemic life has enabled the global economy to do well despite subdued overall mobility, leading to a stronger-than-anticipated rebound, on average, across regions. The spread of the pandemic has been in waves. Additional fiscal support in some economies on top of an already unprecedented fiscal response last year and continued monetary accommodation further uplift the economic outlook.

Global growth is projected at 6 percent in 2021, moderating to 4.4 percent in 2022. The projections for 2021 and 2022 are stronger than in the October 2020 of World Economic Outlook. The US dollar continued to dip as treasury yields softened. The upward revision reflects additional fiscal support in a few large economies, the anticipated vaccine-powered recovery in the second half of 2021, and continued adaptation of economic activity to subdued mobility. High uncertainty surrounds this outlook, related to the path of the pandemic, the effectiveness of policy support to provide a bridge to vaccine-powered normalization, and the evolution of financial conditions. Economies also continue to adapt to new ways of working despite reduced mobility, leading to a stronger-than-anticipated rebound across regions.

A high degree of uncertainty surrounds these projections, with many possible downside and upside risks. Much still depends on the race between the virus and vaccines. Greater progress with vaccinations can uplift the forecast, while new virus variants that evade vaccines can lead to a sharp downgrade. Large divergences in recovery speeds also raise the prospect of divergent policy stances. A tailored approach will be necessary, with policies well calibrated

to the stage of the pandemic, strength of the economic recovery, and social and economic circumstances of individual countries.

On the international stage, first and foremost, countries need to work together to ensure widespread vaccinations across the world. The vaccine industry is attempting to produce three times the level of vaccines produced in a normal year. Not surprisingly, they are facing major challenges, including input supply bottlenecks. Vaccine access is also deeply inequitable with high-income countries, with 16 percent of the world's population, having pre-purchased 50 percent of the doses. Countries will need to work together to resolve production bottlenecks, ramp up production, ensure universal access, including through funding the COVAX facility on which many low-income countries rely heavily for doses, and avoid export controls.

Even while all eyes are on the pandemic, it is essential that progress be made on resolving trade and technology tensions. Countries should also cooperate on climate change mitigation, digitalization, modernization of international corporate taxation, and on measures to limit cross-border profit shifting, tax avoidance, and evasion.

Indian Economy:

India has emerged over the years, as one of the fastest growing major economy in the world and is expected to be one of the top three economic powers in the world over the next 10-15 years, backed by its robust democracy and strong partnerships. Private consumption emerged out of three successive quarters of contraction as pent up demand was released with progressive unlocking after the first wave. Government spending surged back to save the economy which has grown at 1.6 per cent in the fourth quarter.

India's real gross domestic product (GDP) at current prices stood at Rs.195.86 Lakh crore (US\$ 2.71 trillion) in FY21, as per the second advance estimates (SAE) for 2020-21. Agriculture is set to cushion the shock of the COVID-19 pandemic on the India economy in 2020-21 with a growth of 3.4 per cent in both Q1 and Q2. As India's mobility and pandemic trends aligned and improved concomitantly, indicators like E-way bills, rail freight, GST collections and power consumption not only reached pre-pandemic levels but also surpassed previous year levels. We are holding on to the growth and waiting for Covid to lie low. India recorded a current account surplus of 3.1 per cent of GDP last year. In April 2021, 5.8 crore e-way bills were issued. In terms of value, e-way bills generation reached Rs. 17.36 Lakh crore (US\$238.33 billion) in April 2021 as against Rs. 3.9 Lakh crore (US\$ 53.54 billion) in April 2020. Since May 2020, continued recovery of interstate freight transportation has laid a good foundation for economic recovery. We need to appreciate that India has attracted highest ever total FDI inflow of US\$ 81.72 billion during the financial year 2020-21 and it is 10% higher as compared to the last financial year 2019- 20 (US\$ 74.39 billion). FDI equity inflow grew by 19% in the FY 2020-21 (US\$ 59.64 billion) compared to the final budget for FY22 announced by 17 states and UTs indicates an increase of 9.7% in capex expenditures from the FY21 reviewed estimates. Growth in capex expenditure is expected to stimulate revenues and return the economy to high growth trajectories. Going forward, one of the biggest growth drivers is likely to be government consumption as well.

These conservative estimates reflect upside potential that can manifest due to the continued normalization in economic activities as the rollout of COVID-19 vaccines gathers traction. This will further be supported by supply-side push from reforms and easing of regulations, push to infrastructural investments, boost to manufacturing sector through the Productivity Linked Incentive Schemes, recovery of pent-up demand for services sector, increase in discretionary consumption subsequent to roll-out of the vaccine and pick up in credit given adequate liquidity and low interest rates. India is expected to emerge as the fastest growing economy in the next two years as per IMF.

India needs to increase its rate of employment growth and create 90 million non-farm jobs between 2023 and 2030's, for productivity and economic growth according to McKinsey Global Institute. Net employment rate needs to grow by 1.5% per year from 2023 to 2030 to achieve 8-8.5% GDP growth between 2023 and 2030.

Indian Economy-Road Ahead:

India recorded the real GDP (gross domestic product) growth of 0.4% in the third quarter of FY21, as per the NSO's (National Statistical Office) second advance estimates. This rise indicates V-shaped recovery progression that started in the second quarter of FY21. Going forward, the speed and scale of vaccination will shape the path of recovery. The economy has the resilience and the fundamentals to bounce back from the pandemic and unshackle it from pre-existing cyclical and structural hindrances.

As per Economic Survey 2020-21, India's real GDP growth for FY22 is projected at 11%. The January 2021 WEO update forecast an 11.5% increase in FY22 and a 6.8% rise in FY23. According to the IMF, in the next two years, India is also expected to emerge as the fastest-growing economy.

India is expected to be the third largest consumer economy as its consumption may triple to US\$ 4 trillion by 2025, owing to shift in consumer behavior and expenditure pattern, according to a Boston Consulting Group (BCG) report. It is estimated to surpass USA to become the second largest economy in terms of purchasing power parity (PPP) by 2040 as per a report by Price Waterhouse Coopers. We have to learn to live with the virus complementing vaccines with ramping up investment in healthcare, logistics and research. The pandemic is a real shock with real consequences. Hence, there is a need to ensure that the recovery is built on a solid foundation of business investment and productivity growth. Life and work style transformation such as increased remote work and online shopping may likely ensure.

INDIAN INFRASTRUCTURE SECTOR

Infrastructure sector is a key driver for the Indian economy. The sector is highly responsible for propelling India's overall development and enjoys intense focus from Government for initiating policies that would ensure time-bound creation of world class infrastructure in the country. Infrastructure sector includes power, bridges, dams, roads, and urban infrastructure development.

Government Initiative and investment

In Union Budget 2021, the government has given a massive push to the infrastructure sector by allocating Rs. 233,083 crore (US\$ 32.02 billion) to enhance the transport infrastructure. The government expanded the 'National Infrastructure Pipeline (NIP)' to 7,400 projects. ~217 projects worth Rs. 1.10 Lakh crore (US\$ 15.09 billion) were completed as of 2020.

BUDGET-2021-Highlights-Infrastructure:

The infrastructure sector has become the biggest focus area for the Government of India. India plans to spend US\$ 1.4 trillion on infrastructure during 2019-23 to have a sustainable development of the country.

1. Capital outlay towards key infrastructure sectors has been increased significantly in 2021-22 BE - roads & highways by 35%, railways by 34%, and MRTS and metro projects by 20% over 2020-21 BE
2. A new Development Financial Institution (DFI) with capitalization of Rs. 20,000 crore is to be set up with the plan to build a lending portfolio of over Rs. 5 Lakh crore over the next three years.
3. Significant increase in capital outlay for the Ministry of Road Transport & Highways—35% increase to Rs. 1,98,230 crore in BEFY2022 from Rs. 1,46,975 crore in BEFY2021 and 26% higher than RE FY2021 of Rs. 1,57,053 crore.
4. Borrowing target for the NHAI set at Rs. 65,000 crore in FY2022 (in line with FY2021) and another Rs. 15,000 crore to be raised through the NHAI's SPV.
5. Jal Jeevan Mission – Urban to be launched with aim to provide tap water to 2.86 cr households. Outlay of Rs. 2.87 trn over 5 years.
6. Continued thrust on affordable Housing with 17% increase in budgetary support.
7. Defence capital expenditure at Rs. 1.34 trn, 19% above FY21 BE levels
8. Allocation for metro rail at Rs. 190bn for FY22
9. Launch of Swasth Bharat Yojna – outlay of Rs. 64,180 cr over 6 years for Upgradations of healthcare infrastructure.
10. These above proposals are assuring order flows from metro/ railways, road construction, waterways, housing, defence projects, Urban & health care infrastructure, Irrigation and so on. The higher budgetary allocations offer more scope for growth.

Opportunities and Strengths

Opportunities	Strengths
Demand for world class infrastructure in India <ul style="list-style-type: none"> “Make in India” initiative would demand good infrastructure specifically roads, railways, etc thus offering opportunities for construction companies Government’s “100 smart cities” initiative Higher budgetary allocation for infrastructure sector Pro- industry policies and initiatives such as lowering of corporate tax, setting up of REITs and Infrastructure Investment Trusts would drive investment in Infrastructure sector, etc. 	Strong brand awareness and reputation <ul style="list-style-type: none"> Recognized industry leader in large civil construction and infrastructure projects Four decades of experience. Track record of successfully completing complex projects Ensuring quality and timely completion of the projects without cost overruns Diversified business portfolio and strong order book Enduring relationships built on mutual trust and respect with our clients, sub-contractors, financial institutions and shareholders Pan India presence Large pool of talented and skilled employees with low attrition rate.

Operational and Financial Performance

- Revenue from Operations:** The Company has reported Revenue from Operations of Rs. 29.48 Lakhs during the year 2020-21 as against Rs. 73.95 Lakhs in the previous year, resulting in a decrease of 60% due to COVID-19 pandemic.
- Other Income:** The other income of the company for the year is Rs. 16.98 Lakhs as against Rs. 17.28 Lakhs of previous year. Other income comprises of Interest income and miscellaneous income.
- Finance cost:** The Finance cost during the year decreased to Rs. 0.03 Lakhs from Rs. 0.10 Lakhs.
- Depreciation:** The Company’s depreciation for the year has remained the same as last year i.e. 0.04 Lakhs.
- Tax Expense:** The tax expense of the company for the year 2020-21 is Rs. 1.33 Lakhs as against Rs. 2.44 Lakhs of previous year.
- EBIDTA:** The Company has reported an EBIDTA of Rs. 4.96 Lakhs as against Rs. 9.94 Lakhs in the previous year. The decrease is primarily on account of decrease in Turnover during the year.

- Net profit:** The Company has reported a Net Profit of Rs. 3.56 Lakhs as against Rs. 7.36 Lakhs in the previous year, a decline of 52%.

Equity & Liabilities:

- Net worth:** The Company’s net worth increased from Rs. 208.53 Lakhs to Rs. 212.08 Lakhs.
- Borrowings (Long-Term & Short-Term):** During the year under review, the borrowings of the Company were: NIL.

Assets:

- Property, Plant & Equipment (PPE):** The Company’s PPE decreased by Rs. 0.04 Lakhs in 2020-21 from Rs. 0.83 Lakhs to Rs. 0.79 Lakhs.
- Trade Receivables:** The Company’s trade receivables decreased by Rs. 46.69 Lakhs in 2020-21 from Rs. 77.65 Lakhs to Rs. 30.96 Lakhs.
- Loans (Current & Non-Current):** Loans given to others increased from Rs. 185.19 Lakhs to Rs. 190.08 Lakhs during the year under review.

INTERNAL CONTROL SYSTEM:

The Company has adequate system of Internal Controls to help Management review the effectiveness of the Financial and Operating Controls and assurance about adherence to Company’s laid down Systems and Procedures. As per the provisions of the Companies Act, 2013, Internal Controls and documentation are in place for all activities. Both Internal Auditors and Statutory Auditors have verified the Internal Financial Controls (IFC) at entity level and operations level and satisfied about control effectiveness. The controls are reviewed at regular intervals to ensure that transactions are properly authorized, correctly reported and assets are safeguarded. The Audit Committee periodically reviews the findings and recommendations of the Auditors and takes corrective action as deemed necessary.

RISKS AND CONCERNS:

The Company has an integrated and structured Enterprise Risk Management process to manage risks with ultimate objective of maximizing stakeholders’ value. This process allows the Company to enhance confidence in achieving its desired goals and objectives, effectively restrain risks to acceptable levels and to take informed decisions about exploiting opportunities. Some of the key risks that the Company faces along with their mitigation strategies adopted are listed below:

Competition Risks: There has been an increase in the number of operators in the niche segment that the Company functions in. However, the Company’s competitive advantage is derived from experienced workforce, strong track record, technical expertise, financial strength, brand equity and regular engagement with Clients and representatives.

Operational Risks: To suit the project requirements, due care is exercised. Identification of associated risks and initiation of mitigation measures are helping the Company to address the operational risks.

Working Capital Risks: Project delays, cost overruns and consequent delays in payment receipt in the Clients lead to an increase in working capital requirement. There is a process of close monitoring & follow-up with the Clients for the timely approvals and payments for better working capital management.

Contract & Claims: In the competitive environment, to address the foreseeable litigations & claims, the Company maintains a robust documentation with Clients, subcontractors and vendors to address the related claims, disputes etc.

Cyber security Risks: With increasing use of IT in business areas and as systems get interconnected, cyber security becomes an important challenge for the organization in order to protect its information and systems so as to maintain confidentiality, data integrity and to prevent loss of data. The Company has implemented a cyber-security framework to identify, detect and prevent such risks. The Company has been focusing on systematic communication of possible cyber risks and the remedial measures to be followed through awareness programs for all the employees concerned.

COVID-19: The COVID-19 pandemic has been one of the major risks impacting the Company's Operations. During the last quarter, the operations of the Company recovered further from the economic slowdown caused by the COVID-19 pandemic. The Company has been taking necessary measures for containing the spread of COVID-19 virus. It continues to monitor the economic effects of the uncertainty arising from the second wave of the pandemic while taking steps to improve its scale of execution.

REPORT ON CORPORATE GOVERNANCE

In compliance with Chapter IV read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations') the Company sets forth the report on the Corporate Governance on the matters as mentioned in the said schedule and practices followed by the Company.

1. Company's philosophy on the Code of Governance

The Company aims at maintaining, transparency, accountability and equity in all facets of its operations on a continuous basis and in all interactions with the Stakeholders, including the Shareholders, Employees, Government, Lenders and other constituents while fulfilling the role of a responsible corporate representative committed to good corporate practices. The Company is committed to maintain the high standards of Corporate Governance on a continuous basis. The Corporate Governance process and systems have been gradually strengthened over the years.

The Company believes that all its operations and actions must result in enhancing the overall shareholder value in terms of maximization of shareholder's benefits, among others, over a sustained period of time. Yuranus Infrastructure Limited is committed to conduct its business in ethical manner there by attaining highest level of all its stakeholders' confidence and satisfaction.

2. Board of Directors

As on March 31, 2021, the Company's Board of Directors comprised Five Directors consisting of Three Executive Directors and Two Non-Executive Independent Directors. The following table explains the composition of the Company's Board, category, number of Board Meetings held during the year, attendance of each Director at the Board Meeting and at the last Annual General Meeting, other Directorships, Memberships and Chairmanships of Committees held by each of the Director during the Financial Year.

Composition of Board of Directors as on March 31, 2021

Name of the Director	Category	Number of Board Meetings attended	Attendance at the last AGM held on December 22, 2020	Number of other Director Ship(s) as on 31-03-2021	Number of committee positions held in other public companies	Directorships in other Listed Companies & Category of Directorship
					Membership(s) / Chairman	
*Sri Pankhil Dineshbhai Desai	Executive	05	Yes	02	NIL	NIL
Sri Mohit Dinesh Desai (Chairman) (Managing Director)	Executive	08	Yes	NIL	N.A.	N.A.
Sri Rajendrakumar Shantilal Gandhi	Non-Executive and Independent	08	No	NIL	N.A.	N.A.
Sri Atul Jayantilal Shah	Non-Executive and Independent	08	Yes	NIL	N.A.	N.A.
Smt. Nisha Mohit Desai	Executive	08	Yes	NIL	N.A.	N.A.

Name of the Director	Category	Number of Board Meetings attended	Attendance at the last AGM held on December 22, 2020	Number of other Director Ship(s) as on 31-03-2021	Number of committee positions held in other public companies	Directorships in other Listed Companies & Category of Directorship
					Membership(s) / Chairman	
**Ashita Sharma	Non-Executive and Independent	00	N.A.	NIL	N.A.	N.A.

Notes:

1. *Sri Pankhil Dineshbhai Desai appointed as Additional Director in the 12th June, 2020 and regularized as Executive Director Board w.e.f. December 22, 2020.
2. **Ashita Sharma was resigned as Non-Executive Independent Director in the Board w.e.f. June 17, 2020.

The Company convened minimum of one Board Meeting in each quarter as required under the Companies Act, 2013 and Listing Regulations as amended and the Company ensured maximum gap between two Board Meetings has not exceeded One Hundred and Twenty Days.

The Board confirms that, based on the disclosures received from all the independent directors and also in its opinion, the independent directors fulfill the conditions specified in the Companies Act, 2013, the Listing Regulations and are independent of the management.

Shares held by Non-Executive / Independent Directors as on March 31, 2021.

Name of the Director	No. of Shares held	% on paid-up Capital of the Company
NIL	NIL	NIL

Board Meetings held during the FY2020-21:

During the Financial Year - 2020-21, The Board met ten times and dates of the Board meetings and attendance at the meetings are as follows:

Sl. No.	Date of Meeting	Board Strength	No. of Directors Present
1	May 25, 2020	05	04
2	May 30, 2020	05	04
3	June 12, 2020	05	04
4	June 22, 2020	05	05
5	August 25, 2020	05	05
6	September 09, 2020	05	05
7	November 10, 2020	05	05
8	February 12, 2021	05	05

Code of Conduct

The Board of Directors of the Company laid a Code of Conduct for Directors and senior management personnel. The Code of Conduct is posted on the Company's web-site http://www.yuranusinfra.com/download.php?file=Code_of_Conduct.pdf. All Directors and designated personnel in the senior management affirmed compliance with the Code for the year under review. The declaration to this effect, signed by Sri Mohit Dinesh Desai, Managing Director is annexed to this report.

Board Committees

The details regarding various Committees of the Board of the Company as on **31st March 2021** is given below:

3. Audit Committee of the Board

The Audit Committee presently comprises of Three Directors. The members of the Committee are financially literate and bring in expertise in the fields of Finance, Strategy, Banking, Engineering and Management. Mr. Atul Jayantilal Shah is the Chairman of the Committee.

The Audit Committee met Four times during the Financial Year i.e. on May 30, 2020; September 09, 2020; November 10, 2020 and February 12, 2021. The Company is in compliance with the requirements of Listing Regulations and the Companies Act, 2013 in terms of time gap between any two Audit Committee Meetings.

The composition of the Audit Committee as on March 31, 2021 and details of attendance for the Meetings of the Audit Committees are as under.

Name of the Director	Designation	No. of meetings held	No. of meetings attended
Sri. Atul Jayantilal Shah	Chairman	4	4
Sri. Mohit Dinesh Desai	Member	4	4
Sri. Rajendrakumar Shantilal Gandhi	Member	4	4

Terms of reference of the Audit Committee

- Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of the Statutory and the Internal Auditors of the company;
- Approval of payment to Statutory Auditors for any other services rendered by them.
- Reviewing, with the Management, the annual financial statements and Auditor's Report thereon before submission to the Board for approval, with particular reference to:
 - Changes, if any, in accounting policies and practices and reasons for the same.
 - Major accounting entries involving estimates based on the exercise of judgment by Management.
 - Significant adjustments made in the financial statements arising out of audit findings.
 - Compliance with listing and other legal requirements relating to financial statements.
 - Disclosure of any related party transactions.
 - Modified opinions if any in the draft Audit Report.
- Reviewing, with the Management, the quarterly financial statements before submission to the Board for approval;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing, with the Management, performance of statutory and internal auditors, adequacy of the internal control systems;
- Discussion with internal auditors of any significant findings and follow up there on;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- To review the functioning of the Whistle Blower mechanism;
- Approval of appointment of Chief Financial Officer (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

The Company Secretary is the Secretary to the Audit Committee.

4. Nomination and Remuneration Committee

The Committee comprises of Three Non-Executive Directors, Independent Directors. The Committee met Two times i.e., on May 25, 2020 and June 12, 2020. Details of composition of the Committee and meetings held / attended are given hereunder:

Name of the Director	Designation	No. of meetings held	No. of meetings attended
Sri Atul Jayantilal Shah	Chairperson	02	02
Sri Rajendrakumar Shantilal Gandhi	Member	02	02
Ashita Vishal Sharma (@)	Member	02	Nil

(@)Ashita Vishal Sharma ceased as a member of the Nomination and Remuneration Committee w.e.f. June 12, 2020.

Terms of reference

- (1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to the remuneration of the directors, key managerial personnel and other employees;
- (2) Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors and various Committees of the Board.
- (3) Devising policy on diversity of Board of Directors.
- (4) Identifying persons who are qualified to become Directors in accordance with the criteria lie down, and recommend to the Board of Directors their appointment and removal.
- (5) Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.

5. Stakeholders Relationship Committee:

The Committee primarily focuses on Shareholder grievances, inter-alia, Redressal of Investor complaints, attending Investor requests, approving the issue of duplicate Share Certificates and overseeing and review all matters connected with servicing of investors. The Committee oversees the performance of the Registrar and Transfer Agents and recommends measures for overall quality improvement of investor services. The Chairperson of the Committee is Sri Atul Jayantilal Shah, Independent Director and the Company Secretary is the Secretary of the Committee.

The Committee met Four Times during the Financial Year i.e. on May 30, 2020; September 09, 2020; November 10, 2020 and February 12, 2021.

Composition and attendance of Members at the Stakeholders Relationship Committee Meetings held during the year are as follows.

Name of the Director	Designation	No. of meetings held	No. of Meetings attended
Sri Atul Jayantilal Shah	Chairperson	04	04
Sri Rajendrakumar Shantilal Gandhi	Member	04	04
Smt. Nisha Mohit Desai	Member	04	04

During the Financial Year 2020-21, the Company has received 00 complaints/ requests from the shareholders/investors. All the requests were promptly attended to and there were no un-resolved shareholder requests were pending as on March 31, 2021. The Company has processed and approved all valid requests received for transfer and dematerialization of Shares and there were no pending requests as on March 31, 2021. The Company has designated a separate email id info@yuranusinfra.com for investor grievances.

6. Details of remuneration/ sitting fee paid to the Directors for the year Executive Directors

The details of remuneration covering salary and other benefits paid for the year ended March 31, 2021 to the Managing Director, and Executive Directors of the Company are as follows-

(Amount in Rs.)

Name & Designation	Salary	Other benefits	Bonus / Exgratia	Pension	Commission	Total
*Sri Pankhil Dineshbhai Desai (Executive Director)	Nil	Nil	Nil	Nil	Nil	Nil
Sri Mohit Dinesh Desai (Chairman)	2,00,000/-	Nil	Nil	Nil	Nil	2,00,000/-

(Managing Director)						
Sri Rajendrakumar Shantilal Gandhi (Independent Non-Executive Director)	Nil	Nil	Nil	Nil	Nil	Nil
Sri Atul Jayantilal Shah (Independent Non-Executive Director)	Nil	Nil	Nil	Nil	Nil	Nil
Smt. Nisha Mohit Desai (Executive Director)	Nil	Nil	Nil	Nil	Nil	Nil

* Appointed w.e.f June 12, 2020

Non-Executive Directors

The details of sitting Fee and commission paid/payable to the Non-executive Directors, Independent Directors for the Financial Year 2020-21 is detailed below:

Sl. No	Name of the Director	Sitting Fees	Commission	Total
1	Sri Atul Jayantilal Shah	Nil	Nil	Nil
2	Sri Rajendrakumar Shantilal Gandhi	Nil	Nil	Nil

Remuneration being paid to Directors is in compliance with the Remuneration Policy approved by the Board of Directors and the approval accorded by the Members of the Company.

Board Level Performance Evaluation

Pursuant to provisions of the Companies Act, 2013 and the Listing Regulations, annual performance evaluation of the Directors including Chairperson, Board and its Committees viz., the Audit Committee, Nomination and Remuneration Committee, and Stakeholders Relationship Committee has been carried out. The Performance evaluation of Independent Directors was carried out by the entire Board of Directors without participation of the directors who are subject to the evaluation. The Nomination and Remuneration Committee reviews the said Performance Evaluation on annual basis.

Separate Meeting of Independent Directors:

Pursuant to the provisions of the Companies Act, 2013 read with the rules made there under and Secretarial Standard-I issued by the Institute of Company Secretaries of India and the Listing Regulations, a meeting of the Independent Directors of the Company for the Financial Year 2020-21 was held on February 12, 2021.

7. General Body Meetings

The following are the details of previous three Annual /Extra-ordinary General Meetings and the Special resolutions passed there at;

Year	Location	AGM Date & Time	Special Resolutions passed
2018	201, Maulik Arcade, Above Karnavati Pagrakha Bazaar, Mansi Cross Road, Vastrapur, Ahmedabad - 380 015	Saturday, 29 th Day of September, 2018 at 04.00 p.m.	NIL
2019	201, Maulik Arcade, Above Karnavati Pagrakha Bazaar, Mansi Cross Road, Vastrapur, Ahmedabad - 380 015	Monday, 30 th Day of September, 2019 at 11:00 a.m.	Item No 4. Regularization of Additional Director, Ms. Nisha Mohit Desai, by appointing her as Director of the Company:
2020	Held through Video Conferencing	Tuesday, 22 nd Day of December, 2020 at 11.30 a.m.	Item No. 3 Regularization of Additional Director, Mr. Pankhil Dineshbhai Desai (DIN: 02908540), by appointing him as an Executive Director of the Company.

			Item No. 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
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Currently, there is no proposal to pass any Special resolution through Postal Ballot. Special resolutions by way of Postal Ballot, if required to be passed in future, will be decided at the relevant time.

8. Means of Communication

The Company was having 1,044 shareholders as on **March 31, 2021**. The main channel of communication with the shareholders is through the annual report which inter alia includes the statement of the Directors Report, Report on Corporate Governance, Management Discussion and Analysis Report, the Financial Statements along with the Auditor's Report thereon, the Secretarial Audit Report and Shareholders Information. The Company's Annual Report is also available in downloadable form on the Company's website and can be accessed at www.yuranusinfra.com.

The Annual General Meeting (AGM) is the principal forum for interaction with the Shareholders, where the Board answers queries raised by the Shareholders. The Board acknowledges its responsibility towards its Shareholders and encourages open and active dialogue with all its Members and Stake Holders.

Regular communication with shareholders ensures that the Company's strategy is being clearly understood. Details relating to quarterly performance and financial results are disseminated to the shareholders through press releases and are also uploaded on the Company's website.

Quarterly results

The Quarterly Results of the Company are published in newspaper which is Western Times (English & Gujarati language).

BSE corporate Compliance & Listing Centre ("Listing Centre"):

BSE's Listing Centre is a web-based application designed for Corporates. All periodical compliance filings like shareholding pattern, corporate governance report, statement of investor complaints, among others are also filed electronically on the Listing Centre.

9. General shareholders' information

(a) Day, date and time of 27th Annual General Meeting

27th Annual General Meeting of the Members of the Company is scheduled to be held on Tuesday, the 28th day of September, 2021 at 12.30 p.m. through Video Conferencing (VC) or through other Audio Visual Means (OAVM) as permitted by the Ministry of Corporate Affairs vide its Circulars dated 5th May, 2020 & 13th January 2021 and by SEBI vide its Circulars dated 12th May 2020 & 15th January 2021.

(b) The Company's Equity Shares are listed on the BSE Limited.

BSE Limited

Phiroze Jeejeebhoy Towers Dalal Street
Mumbai- 400 001

(c) Stock codes Equity shares

BSE Code: 536846

(d) Market price data

The monthly High and Low stock quotations during the year under review and performance in comparison to SENSEX (BSE) and NIFTY (NSE) are given below-

Month	BSE		Sensex	
	High price (Rs.)	Low price (Rs.)	High	Low
April 2020	---	---	33887.25	27500.79
May 2020	9.85	9.85	32845.48	29968.45
June 2020	10.72	9.8	35706.55	32348.1
July 2020	12.35	10.16	38617.03	34927.2
August 2020	13.9	12.5	40010.17	36911.23

September 2020	12.9	12.25	39359.51	36495.98
October 2020	14.32	12.41	41048.05	38410.2
November 2020	---	---	44825.37	39334.92
December 2020	12.23	8.14	47896.97	44118.1
January 2021	13.96	8.11	50184.01	46160.46
February 2021	11.96	7.39	52516.76	46433.65
March 2021	7.03	5.44	51821.84	48236.35

(e) Registrar and 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, Navarangpura, Ahmedabad, Gujarat, 380009	
Tel.:	079 - 26465179
Fax. :	079 - 26465179
Email:	ahmedabad@linkintime.co.in
Website:	www.linkintime.co.in

(f) Share Transfer System

SEBI vide its Circular dated June 8, 2018 effective from April 01, 2019, mandated that except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository. Any investor who is desirous of transferring shares (which are held in physical form) after April 01, 2019 can do so only after the shares are dematerialized. However this does not prohibit the investor from holding the shares in physical form and investor has the option of holding shares in physical form even after April 01, 2019. The Company appointed M/s. Link Intime India Pvt. Ltd, as common Registrar and Transfer Agents for dealing with all the activities connected with both physical and Demat segments pertaining to the Securities of the Company.

(g) Distribution of shareholding as on March 31, 2021

SERIAL #	SHARES RANGE			NUMBER OF SHAREHOLDERS	% OF TOTAL SHAREHOLDERS	TOTAL SHARES FOR THE RANGE	% OF ISSUED CAPITAL
1	1	to	500	825	78.4967	113579	3.2451
2	501	to	1000	115	10.9420	101324	2.8950
3	1001	to	2000	26	2.4738	42611	1.2175
4	2001	to	3000	15	1.4272	38525	1.1007
5	3001	to	4000	7	0.6660	24794	0.7084
6	4001	to	5000	6	0.5709	29410	0.8403
7	5001	to	10000	23	2.1884	191672	5.4763
8	10001	to	*****	34	3.2350	2958085	84.5167
Total				1051	100.0000	3500000	100.0000

Shareholding Pattern as on March 31, 2021

Category	Total Securities	Total Holders	%-Issued Capital
Other Bodies Corporate	259282	6	7.4081
Directors	9000	1	0.2571
Hindu Undivided Family	11688	22	0.3339
Non Resident (Non Repatriable)	36100	7	1.0314
Public	1591830	1007	45.4809
Promoters	1572100	6	44.9171
Relatives Of Director	20000	2	0.5714
TOTAL :	3500000	1051	100

(h) Dematerialization.

74.83% of the outstanding shares were dematerialized up to March 31, 2021.

Category	Number of Shares	%
NSDL	2066329	59.04
CDSL	552771	15.79
Physical	880900	25.17
Total	3500000	100

(i) **International Securities Identification Number (ISIN):** INE156M01017

(j) **Address for Correspondence Physical / Electronic mode**

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
Email: ahmedabad@linkintime.co.in
www.linkintime.co.in
079 - 26465179

Shareholders General Correspondence
Managing Director
Yuranus Infrastructure Limited
201, Maulik Arcade, 2nd Floor, Mansi Cross Roads, Above
Karnavati Pagrakha Bazaar, Vastrapur, Ahmedabad,
Gujarat, 380015
Phone : 079-40082820 / 21,
E-Mail : info@yuranusinfra.com;
investors@yuranusinfra.co;
pankhilfinance@yahoo.com
Website: www.yuranusinfra.com

10. Other Disclosures

The Company has formulated and adopted formal Whistle Blower Policy/Vigil Mechanism and the same is hosted on the Company's Web site and no concerned person has been denied access to the Audit Committee.

This Annual Report has a detailed section on Management Discussion and Analysis.

The information on appointment/ re-appointment of Directors and their brief profiles forms part of the Notice of the ensuing Annual General Meeting for the information of shareholders.

Recommendations of Committees of the Board

There were no instances during the financial year 2020-21, wherein the Board had not accepted recommendations made by any Committee of the Board.

Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons:

The Company has adopted a Code of Conduct to Regulate, Monitor and Report trading by Designated Persons (Insider Trading Code) under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (SEBI Insider Trading Regulations).

The Code of Conduct to Regulate, Monitor and Report trading by Designated Persons, Code of Fair Disclosure & Conduct and Whistle Blower Policy duly approved by the Board of Directors of the Company have been uploaded on website of the Company.

11. Disclosure under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Number of complaints filed during the financial year Nil

Number of complaints disposed off during the financial year Nil

Number of complaints pending at the end of the financial year Nil

DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT

I hereby confirm that the Company has obtained from all the members of the Board, affirmation that they have complied with the Code of Conduct for Board Members in respect of the financial year ended March 31, 2021.

For Yuranus Infrastructure Limited

Place: Ahmedabad
Date: August 13, 2021

Mohit Dinesh Desai
Managing Director
DIN No. 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, 2021

Opinion

We have audited the accompanying financial statements of Yuranus Infrastructure Limited (the 'Company'), which comprise the Balance Sheet as at 31st March 2021, 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, 2021 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 not 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 extent 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, 2021 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 have been identified in the company which may adversely impact the functioning of company:
 1. 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/W100683

Date: 28/06/2021
Place: Ahmedabad
UDIN: 21117101AAAAFC3617

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 book’s 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/W100683

Date: 28/06/2021
Place: Ahmedabad
UDIN: 21117101AAAAFC3617

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, 2021 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, 2021, 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/W100683

Date: 28/06/2021
Place: Ahmedabad
UDIN: 21117101AAAFC3617

Malav Shah
Partner
M.NO. 117101

YURANUS INFRASTRUCTURE LIMITED

CIN: L74110GJ1994PLC021352

Balance Sheet as at March 31, 2021

		Rs. in lacs	
Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
ASSETS			
Non-Current Assets			
(a) Property, Plants and Equipments	3.1	0.79	0.83
(b) Capital Work-In-Progress			
(c) Financial Assets			
(i) Investments		-	-
(ii) Loans	3.2	191.38	186.69
(d) Other Non-Current Assets			
Total Non-Current Assets		192.17	187.52
Current Assets			
(a) Inventories	3.3	-	-
(b) Financial Assets			
(i) Trade Receivables	3.4	30.96	77.65
(ii) Cash and Cash Equivalents	3.5	1.63	42.50
(iii) Loans	3.6	1.40	1.23
Total Current Assets		33.99	121.38
Total		226.16	308.90
EQUITY AND LIABILITIES			
Shareholders' Funds			
(a) Share Capital	3.7	350.00	350.00
(b) Other Equity	3.8	(137.92)	(141.48)
Total Equity		212.08	208.53
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade Payables	3.9	6.42	6.42
(b) Provisions		-	-
(c) Deferred Tax Liabilities (Net)		0.08	
Total Non-Current Liabilities		6.50	6.42
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings			
(ii) Trade Payables	3.10	5.08	91.67
(ii) Other Financial Liabilities (Current Maturities of Long Term Debts)			
(b) Other Current Liabilities	3.11	0.37	0.77
(c) Provisions	3.12	2.13	1.51
Total Current Liabilities		7.58	93.95
Total		226.16	308.90

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: W100683

For and on Behalf of the Board
Yuranus Infrastructure Limited

Mohit Desai
Managing Director
DIN: 03089420

Nisha Desai
Director
DIN: 06593368

Malav Shah
Partner
M. No. 117101
UDIN: 21117101AAAAFC3617

Maulik Shah
CFO

Riddhi Shah
Company Secretary
M. No. A37097

Place: Ahmedabad
Date: 28/06/2021

Place: Ahmedabad
Date: 28/06/2021

YURANUS INFRASTRUCTURE LIMITED

CIN: L74110GJ1994PLC021352

STATEMENT OF PROFIT & LOSS FOR YEAR ENDING ON MARCH 31, 2021

Particulars	Note No.	Current Year	Previous Year
INCOME :			
Revenue from Operations	3.13	29.48	73.95
Other Income	3.14	16.98	17.28
TOTAL REVENUE		46.46	91.24
EXPENDITURE:			
Cost of Materials Consumed		-	-
Purchase of stock-in-trade	3.15	28.62	69.12
Changes in Inventories	3.16	-	0.00
Employee Benefit Expenses	3.17	5.91	4.85
Finance Costs	3.18	0.03	0.10
Depreciation Expenses	3.1	0.04	0.04
Other Expenses	3.19	6.97	7.33
		41.57	81.44
Profit before Exceptional and Extraordinary Items and Tax		4.89	9.80
Exceptional Items		-	-
Profit before Extraordinary Items and Tax		4.89	9.80
Extraordinary Items		-	
Profit Before Tax		4.89	9.80
Less: Tax Expenses			
Current Tax		1.25	2.44
Deferred Tax		0.08	0.00
Profit after Tax for the year		3.56	7.36
Earnings per Equity Share			
-Basic		0.10	0.21
-Diluted		0.10	0.21

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: W100683

For and on Behalf of the Board
Yuranus Infrastructure Limited

Mohit Desai
Managing Director
DIN: 03089420

Nisha Desai
Director
DIN: 06593368

Malav Shah
Partner
M. No. 117101
UDIN: 21117101AAAAFC3617

Maulik Shah
CFO

Riddhi Shah
Company Secretary
M. No. A37097

Place: Ahmedabad
Date: 28/06/2021

Place: Ahmedabad
Date: 28/06/2021

YURANUS INFRASTRUCTURE LIMITED

CIN: L74110GJ1994PLC021352

STATEMENT FOR CHANGES IN EQUITY FOR YEAR ENDED MARCH 31, 2021

A. Equity Share Capital

Rs. in lacs

Particulars	Amount
As at 1 April, 2019	350.00
Changes in the equity share capital	-
As at 31 March, 2020	350.00
Changes in the equity share capital	-
As at 31 March, 2021	350.00

B. Other equity

Rs. in lacs

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	(141.48)	(141.48)

For the year ended March, 2021		
Particulars	Retained earnings	Total Equity
Balance at April 2018	(141.48)	(141.48)
Profit for the year	3.56	3.56
Balance at March 2019	(137.92)	(137.92)

For Mistry & Shah LLP
Chartered Accountants
FRN: W100683

For and on Behalf of the Board
Yuranus Infrastructure Limited

Mohit Desai
Managing Director
DIN: 03089420

Nisha Desai
Director
DIN: 06593368

Malav Shah
Partner
M. No. 117101
UDIN: 21117101AAAAFC3617

Maulik Shah
CFO

Riddhi Shah
Company Secretary
M. No. A37097

Place: Ahmedabad
Date: 28/06/2021

Place: Ahmedabad
Date: 28/06/2021

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

Sr. No	PARTICULARS	As at March 31, 2021	As at March 31, 2020
1	<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
A	Net Profit (Loss)	3.56	7.36
B	Adjustments:-		
	Income Tax Provision	1.25	2.44
	Deferred Tax Expense	0.08	-
	Depreciation	0.04	0.04
	Interest Expense	0.03	0.10
	Int income classified as investing cash flows	(16.98)	(17.28)
	Operating profit(loss) before working capital changes	(12.02)	(7.35)
C	Adjustments:-		
	Decrease/(Increase) in Inventory	-	-
	Decrease/(Increase) in Trade Receivables	46.69	(68.53)
	Decrease/(Increase) in Current Financial Assets	(0.17)	(0.57)
	(Decrease)/Increase in Provisions	0.62	0.41
	(Decrease)/Increase in Other Current Liabilities	(0.40)	0.19
	(Decrease)/Increase in current Financial liabilities [Trade Payables]	(86.59)	76.20
D	Net Cash Flow before tax and extra ordinary item	(51.86)	0.35
	Less: Direct Taxes Paid	(1.27)	(1.71)
	Less: Extraordinary Items		
	Net Cash Flow from Operating Activities	(53.13)	(1.36)
2	<u>CASH FLOW FROM INVESTING ACTIVITIES:</u>		
A	Acquisition of Fixed Assets	-	-
B	Decrease/(Increase) in Non-Current Financial Assets	(4.69)	22.33
C	Interest Income	16.98	17.28
	Net Cash Flow from Investing Activities	12.29	39.61
3	<u>CASH FLOW FROM FINANCING ACTIVITIES:</u>		
A	Long Term Borrowing Repaid	-	-
B	Interest and finance cost	(0.03)	(0.11)
	Net Cash Flow from Financing Activities	(0.03)	(0.11)
	Net Increase in Cash and Equivalent.	(40.87)	38.15
	Cash And Cash Equivalents as at the Beginning of the year	42.50	4.35
	Cash And Cash Equivalents as at the Closing of the year	1.63	42.50

As per our report of even date

For Mistry & Shah LLP
Chartered Accountants
FRN: W100683

For and on Behalf of the Board
Yuranus Infrastructure Limited

Mohit Desai
Managing Director
DIN: 03089420

Nisha Desai
Director
DIN: 06593368

Malav Shah
Partner
M. No. 117101

Maulik Shah
CFO

Riddhi Shah
Company Secretary
M. No. A37097

Place: Ahmedabad
Date: 28/06/2021

Place: Ahmedabad
Date: 28/06/2021

Note No: 3.1 Property, Plants and Equipments

Rs. in lacs

	Particulars	GROSS BLOCK				Accumulated Depreciation				NET BLOCK		
		As at April 1, 2020	Addition during the year	Ded/Adj during the year	As at March 31, 2021	Upto March 31, 2020	For the year	Ded/Adj during the year	Effect on Deprn as per Co. Act, 2013	Upto March 31, 2021	As at March 31, 2021	As at March 31, 2020
I	Tangible Assets Freehold/Own Use:											
a)	Office Building	2.25	-	-	2.25	1.64	0.04	-	-	1.68	0.57	0.61
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	9.47	0.04	-	-	9.51	0.79	0.83
	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	9.47	0.04	-	-	9.51	0.79	0.83

Notes

1. The Gross Carrying Amount of the Assets stated above is determined on the basis of Cost Mode
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, 2021	As at March 31, 2020
Unsecured, considered good		
Security Deposits	-	0.20
Advance Income Tax	1.30	1.30
Other Advances	190.08	185.19
Balance with Government Authorities	-	-
Total	191.38	186.69

Note No - 3.3 Inventory

Particulars	As at March 31, 2021	As at March 31, 2020
As per value certified by management		
Finished Goods	-	-
Total	-	-

Note No - 3.4 Trade Receivables

Particulars	As at March 31, 2021	As at March 31, 2020
Unsecured, Considered good		
Outstanding for more than 6 months	-	-
Outstanding for less than 6 months	30.96	77.65
Total	30.96	77.65

Note

Balances of trade receivables are subject to confirmation

Note No - 3.5 Cash and Cash Equivalents

Particulars	As at March 31, 2021	As at March 31, 2020
Balance with Banks	0.14	32.15
Cash on hand	1.49	10.35
Total	1.63	42.50

Note No-3.6 Current Financial Assets-Loans

Particulars	As at March 31, 2021	As at March 31, 2020
Balance with Government Authorities		
Unsecured, Considered good:		
GST Receivable	1.38	1.23
TDS Receivable	-	-
Income Tax Refundable	0.02	-
Total	1.40	1.23

Notes on Financial Statements for the period from 1st April, 2020 to 31st March, 2021

Note No-3.7.1 Share Capital

Rs. in lacs

Particulars	As at March 31,2021		As at March 31,2020	
	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 31,2021		As at March 31,2020	
	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 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
2. As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above

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

Particulars	As at March 31,2021		As at March 31,2020	
	Number	% of Holding	Number	% of Holding
Dinesh Desai	833,800	23.82%	833,800	23.82%
Leena Desai	529,200	15.12%	529,200	15.12%
Aabhar Holding Pvt Ltd	249,400	7.13%	249,400	7.13%
Satyanarayan Kabra	209,600	5.99%	209,600	5.99%

Note No- 3.8 Other Equity

Particulars	As at March 31,2021		As at March 31,2020	
		Amt. in `		Amt. in `
Retained Earnings				
Opening Balance	(141.49)		(148.84)	
(+) Profit for the Current Year	3.56		7.36	
(-) Withdrawal during the year	-		-	
Closing balance		(137.92)		(141.49)
		(137.92)		(141.49)

Note No-3.9 Non current financial liabilities-Trade Payables

Rs. in lacs

Particulars	As at March 31, 2021	As at March 31, 2020
Unsecured, considered good	6.42	6.42
Total	6.42	6.42

Note No-3.10 Trade Payable

Particulars	As at March 31, 2021	As at March 31, 2020
Unsecured,considered good		
Micro, Small and Medium Enterprises	-	-
Others	5.08	91.67
Total	5.08	91.67

Note

- Balances of trade payables are subject to confirmation
- 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, 2021	As at March 31, 2020
TDS Payable	0.37	0.77
Total	0.37	0.77

Note No-3.12 Provisions

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for Employee Benefits		
Salary Payable	0.28	0.30
Others		
Statutory Tax	-	-
Provision for income tax	-	0.75
Others	1.85	0.46
Total	2.13	1.51

Note No - 3.13 Revenue from Operations

Particulars	Current Year	Previous Year
Sale of Products	29.48	73.95
Total	29.48	73.95

Note No - 3.14 Other Income

Particulars	Current Year	Previous Year
Interest Income	16.98	17.28
Total	16.98	17.28

Note No - 3.15 Purchase of Stock-in-trade

Particulars	Current Year	Previous Year
Purchase of finished goods	28.62	69.12
Total	28.62	69.12

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	-	-
Less : Closing Balance		
Finished goods	-	-
Total	-	-

Note No :- 3.17 Employee Benefits

Particulars	Current Year	Previous Year
Salary and Wages	3.91	2.10
Directors Remuneration	2.00	2.75
Total	5.91	4.85

Note No :- 3.18 Finance Costs

Particulars	Current Year	Previous Year
Interest Expense and Bank Charges	0.03	0.10
Total	0.03	0.10

Note No :- 3.19 Other Expense

Particulars	Current Year	Previous Year
Advertisement Expense	0.45	1.28
Auditor Remuneration	0.30	0.31
Company secretarial audit works	1.12	0.99
Consultancy Expense	0.30	-
Conveyance Expense	0.10	-
Courier expense	-	0.17
Hosting Renewal	0.05	0.05
Insurance Expense	0.03	0.03
Interest on Income Tax	0.10	-
Internal Audit Fees	0.26	-
Legal and Professional fees	0.35	0.52
Listing fees	3.00	3.00
Misc Exp	0.07	0.04
NSDL/CDSL Depository Fees	0.27	0.22
Postage exp	0.00	0.01
Project Expense	-	0.21
ROC Filing Fees	0.03	0.46
Telephone expense	0.04	0.04
Travelling Exp	0.43	-
Website development charges	0.05	-
Balance Written Off	0.02	-
Total	6.97	7.33

Notes to the Financial Statements for the year ended 31st March, 2021

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 Karnavati Pagarkha Bazar, 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:

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.

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 Straightline 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 writedown 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:

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.

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.

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.

Earnings Per Share

Particular	Year ended March 31 st , 2021	Period ended March 31 st , 2020
Net Profit as per Profit and Loss Statement	3.56	7.36
Weighted Average Number of Equity Shares	35,00,000	35,00,000
Nominal Value Per Share	10.00	10.00
Basic EPS	0.10	0.21
Diluted EPS	0.10	0.21

- **Calculation of Weighted Average Number of Equity Shares for F.Y. 2020-21**

Sr. No.	Date	Particulars	No. of shares	No of days share were outstanding	Weighted Average No of Equity Shares
1	1-Apr-2020	Opening balance of outstanding equity shares	35,00,000	365	35,00,000
2	31-Mar-2021	Closing Balance of outstanding equity shares	35,00,000	-	35,00,000

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.

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.

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:

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

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.

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	1,93,750

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: W100683

For and on Behalf of the Board
Yuranus Infrastructure Limited

Mohit Desai
Managing Director
DIN: 03089420

Nisha Desai
Director
DIN: 06593368

Malav Shah
M. No. 117101
UDIN: 21117101AAAAFC3617

Maulik Shah
CFO

Riddhi Shah
Company Secretary
M.No. A37097

Place: Ahmedabad
Date: 28/06/2021

Place: Ahmedabad
Date: 28/06/2021