

YURANUS INFRASTRUCTURE LIMITED

**22nd ANNUAL REPORT
2015-16**

Annual General Meeting

Thursday, 29th September, 2016

At

2nd Floor, Maulik Arcade,
Above Karnavati Pagarkha Bazar
Mansi Cross Road, Vastrapur,
Ahmedabad-380 015

At

02:00 P.M.

The Shareholders are requested to bring their copy of the Annual Report along with them at the Annual General Meeting, since copy of the Report will not be distributed at the meeting.

Registrar and Share Transfer Agent

Link Intime India Pvt. Ltd.
Ahmedabad

Board of Directors**Dinesh Desai**

Managing Director

Pankhil Desai

Executive Director

Rajendrakumar Gandhi

Independent Director

Atul Shah

Independent Director

Ms. Ashita Sharma

Independent Director

Auditors

M/s. Loonia & Associates
218, New Cloth Market,
Opp. Raipur Gate,
Ahmedabad 380 002

Registered Office

201, 2nd Floor, Maulik Arcade,
Above Karnavati Pagarkha Bazar
Mansi Cross Road, Vastrapur,
Ahmedabad-380 015
Tel : +79-40082820/21
Email : info@yuranusinfra.com
Website : www.yuranusinfra.com
CIN : L45200GJ1994PLC021352

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NOTICE

Notice is hereby given that the 22nd Annual General Meeting of the members of **Yuranus Infrastructure Limited** will be held at 02.00 P.M. on Thursday, 29th day of September, 2016 at 201, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad - 380 015 to transact the following businesses:

ORDINARY BUSINESS

1. To consider and adopt the Balance Sheet as at 31st March, 2016, Profit & Loss Account and Cash Flow Statement of the Company for the year ended on that date together with reports of the Board of Directors and Auditors thereon.
2. To Re-appoint Mr. Pankhil Dinesh Desai, Director of the Company (DIN: 02908540), liable to retire by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, himself for Re-appointment.
3. To appoint the Auditor and to fix their remuneration and in this regards pass with or without modification(s) the following resolution as an Ordinary Resolution.

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the appointment of M/s. Loonia & Associates, (Membership No. 135424), as Auditors of the Company, by resolution passed at the 20th Annual General Meeting of the Company, to hold office from the conclusion of the 20th Annual General Meeting until the conclusion of the 24th Annual General Meeting, be and is hereby ratified for the balance term and accordingly they continue to hold office from the conclusion of the 22nd Annual General Meeting until the conclusion of the 24th Annual General Meeting on such remuneration as may be fixed by the Board, apart from reimbursement of out of pocket expenses as may be incurred by them for the purpose of audit.”

Registered Office:
201,2nd Floor, Maulik Arcade,
Above Karnavati Pagarkha Bazar
Mansi Cross Road, Vastrapur,
Ahmedabad-380 015

By order of the Board of Directors

Dinesh Desai
(Managing Director)

NOTES:

1. A statement giving the relevant details of the directors seeking re-appointment under Item No. 2 of the accompanying Notice, as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) is annexed herewith.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE

COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

3. A person can act as a proxy on behalf of Members not exceeding fifty in number and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.
4. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution along with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
5. The Register of Members and Share Transfer Books of the Company shall remain closed from Friday, 23rd September, 2016 to Thursday, 29th September, 2016 (both days inclusive) for the purpose of Annual General Meeting.
6. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/Folio No.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their d-mat accounts. Members holding shares in physical form should submit their PAN to the Registrar and Share Transfer Agent or Company.
9. Members are requested to notify the change of address, if any, to the Company.
10. Members are requested to d-materialize their physical shareholding at the earliest. Your Company has d-materialization connectivity with both NSDL & CDSL and the ISIN of the Company is INE156M01017.
11. To prevent fraudulent transaction, Members are advised to exercise due diligence and notify the Company any change in address or demise of any Members as soon as possible. Members are also advised not to leave their d--mat account(s) dormant for a long. Periodic statement of holding should be obtained from the concerned DP and holding should be verified.
12. The route map showing direction to reach the venue of the 22nd AGM is annexed to the notice.

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 from time to time, and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Yuranus Infrastructure Limited (“the Company”) is pleased to offer e-voting facilities to the Members to cast their votes electronically on all the resolutions set forth in the Notice convening the Twenty Second Annual General Meeting (“AGM”) scheduled to be held on Thursday, September 29, 2016, at 02.00 P.M. The Company has engaged the services of Central Depository Services Limited (CDSL) to provide e-voting facility. The e-voting facility is available at the link www.evotingindia.com
- The voting period begins at 09.00 A.M. IST on Monday September 26th, 2016 and ends at 5.00 p.m. IST on Wednesday September 28th, 2016. During this period, Members of the Company, holding shares either in physical form or in dematerialized form (as on the cut-off date which is Friday September 23rd, 2016), may cast their vote electronically. The voting rights of Members shall be in proportion to their shares in the paid up equity share capital of the Company as on this cut-off date. The e-voting module shall be disabled by CDSL for voting after 5.00 p.m. IST on Wednesday September 28th, 2016.
- The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- Voting rights shall be reckoned on the paid up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. Friday September 23, 2016.
- A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. Friday September 23rd, 2016 only shall be entitled to avail the facility of remote e-voting
- The Company has appointed Niki Patawari And Associates, Practicing Company Secretaries, Ahmedabad, as the scrutinizer for conducting the e-voting process in a fair and transparent manner and he will submit his report to the chairman within 3 day of conclusion of voting.
- The Results shall be declared on or after the Annual General Meeting (AGM). The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.yuranusinfra.com and communicated to the Bombay Stock Exchange Limited, on which shares of the Company are listed.

Specific Instructions and process to be followed for e-voting:

- i) Log on to the e-voting website www.evotingindia.com during the voting period.
- ii) Click on the “Shareholders” tab
- iii) Now, select the “COMPANY NAME” from the drop down menu and click on “SUBMIT”
- iv) Now Enter your User ID
For CDSL: 16 digits beneficiary ID,
For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v) Next enter the Image Verification as displayed and Click on Login.
- vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vii) If you are a first time user follow the steps given below:

	For Members holding shares in D-mat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both d-mat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB #	Enter the Date of Birth as recorded in your d-mat account or in the company records for the said d-mat account or folio in dd/mm/yyyy format.
Dividend Bank Details #	<p>Enter the Dividend Bank Details as recorded in your d-mat account or in the company records for the said d-mat account or folio.</p> <p># Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.</p>

- viii) After entering these details appropriately, click on “SUBMIT” tab.
- ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in d-mat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the d-mat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

- xvii) If D-mat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- xix) **Note for Institutional Shareholders**
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details they have to create a compliance user should be created who would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

Registered Office:
201,2nd Floor, Maulik Arcade,
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By order of the Board of Directors

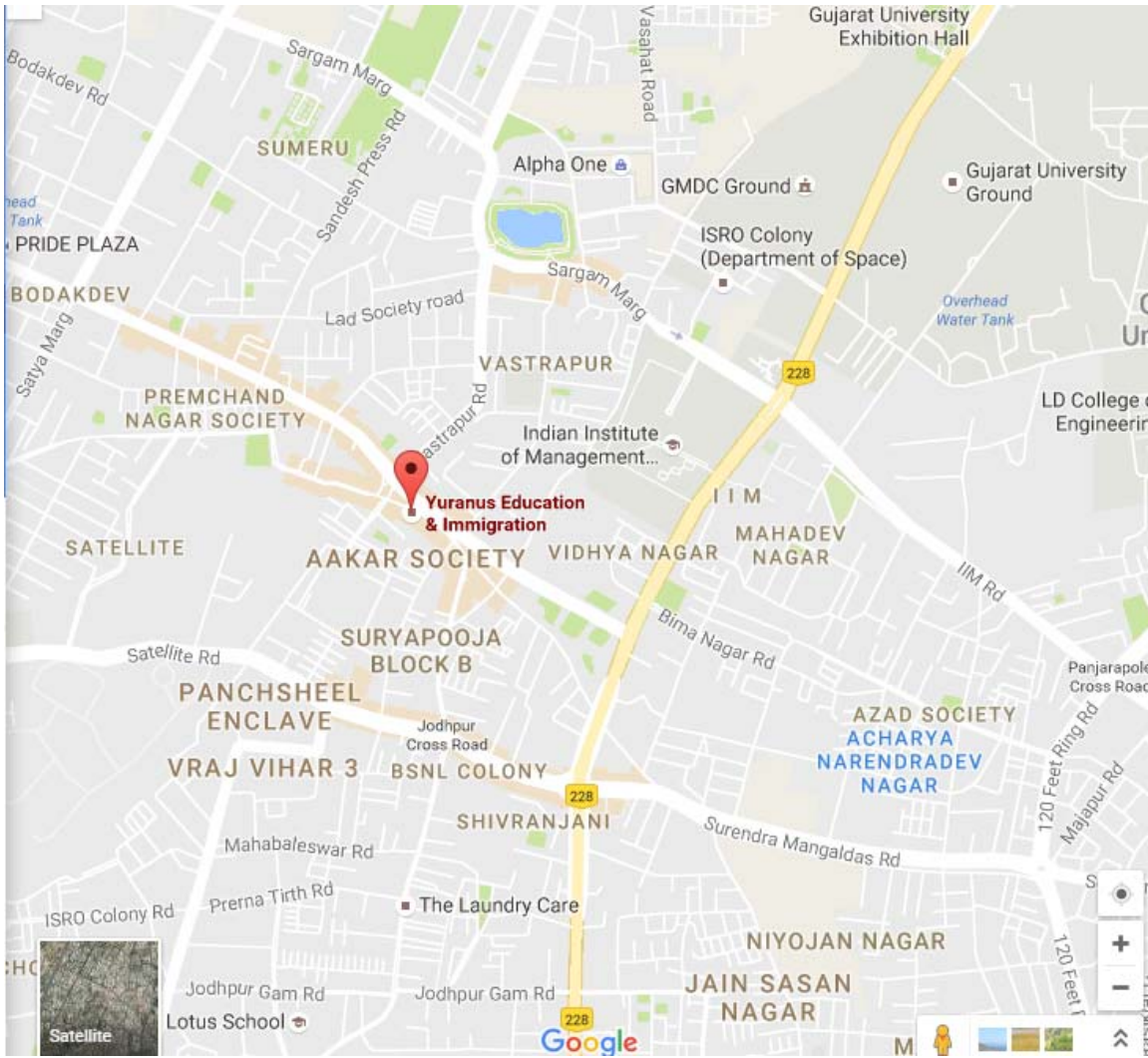
Dinesh Desai
(Managing Director)

Date: 13.08.2016
Place: Ahmedabad

ANNEXURE TO ITEM NO. 2 OF THE NOTICE**Details of Director seeking re-appointment at the Forth coming Annual General Meeting
[In pursuance of Regulation 36(3) of SEBI (Listing obligation and Disclosure Requirements)
Regulations, 2015 (“SEBI Listing Regulations”)]**

Name of the Director	Mr. Pankhil Dineshbhai Desai
DIN	02908540
Date of Birth	12 th April, 1987
Nationality	Indian
Date of Appointment	12 th December, 2009
Qualification	P.G.D.M
Shareholding in the Company as on 31 st March, 2016	9,100 Equity Shares
List of Directorship held in other Companies (excluding foreign, private and Section 8 Companies)	1. Mercury Metals Limited 2. Shree Metalloys Limited 3. Pankhil Construction Limited 4. Vansh Furnishings Private Limited
Membership / Chairmanship of audit and Stakeholder’s Relationship Committee in the Company	Audit Committee - Member

ROUTE MAP TO THE VENUE OF AGM



Yuranus Infrastructure Limited

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

By order of the Board of Directors

Date: 13.08.2016
Place: Ahmedabad

Dinesh Desai
(Managing Director)

DIRECTORS' REPORT

**To,
The Members of
Yuranus Infrastructure Limited
Ahmedabad**

The Directors hereby present the 22nd Annual Report together with Audited Statement of Accounts for the year ended on 31st March' 2016 which they trust, will meet with your approval.

1. FINANCIAL RESULTS:	Year Ended	Year Ended
	31.03.2016	31.03.2015
Profit before Interest , Depreciation & Taxes	2,97,430	3,00,725
Less :		
Finance Cost	6917	622
Depreciation	5,006	7,470
Current Tax Provision	72,000	88,000
Deferred Tax Provision	Nil	Nil
Total	83,923	96,092
Net Profit/ (loss) After Tax	2,13,507	2,04,633
Add: Balance of profit/(loss) brought forward from previous year	(1,63,48,399)	(1,65,53,032)
	-----	-----
Balance carried to Balance Sheet	(1,61,34,892)	(1,63,48,399)
	=====	=====

2. OPERATIONS:

The total sales and other income during the year have been ₹ 12,30,145 compared to ₹ 841,417 in the previous year. The Company's Profit for the year before depreciation, interest and taxation has been ₹ 2,97,430 (P.Y. ₹ 3,00,725) and the Net Profit after interest, depreciation, prior period adjustments & taxes are ₹ 2,13,507 (P.Y. ₹ 2,04,633).

3. DIVIDEND:

The Directors regret their inability to recommend any dividend for the year in order to conserve the resources of the Company.

4. FINANCE:

During the year, the Company has not taken any Term Loan nor was any outstanding term loan there.

5. DISCLOSURE UNDER RULE 8 (5) OF COMPANIES (ACCOUNTS) RULES, 2014 :**Change in Nature of Company Business:**

The Company is engaged in the real estate and infrastructure sector. There is no change in nature of Company Business.

Details of Directors / Key Managerial Personnel Appointed / Resigned:

In terms of provision of Section 152 (6) of the Companies Act, 2013 Mr. Pankhil Dinesh Desai retires by rotation and being eligible offers himself for reappointment.

Details of Holding / Subsidiary Companies / Joint Ventures / Associate Companies:

During the year under review, there was no holding / Subsidiary Company / Joint Ventures / Associate Companies.

Deposit :

The Company has not invited any deposit other than the exempted deposit as prescribed under the provision of the Companies Act, 2013 and the rules framed there under, as amended from time to time. Hence there are no particulars to report about the deposit falling under Rule 8 (5) (v) and (vi) of Companies (Accounts) Rules, 2014.

Details of Significant and Material Orders passed by Regulators or Courts or Tribunals:

During the year under review there were no significant and material orders passed by any Regulators or Court or Tribunals which may have impact on the going concern status. No order has been passed by any Regulators or Court or Tribunals which may have impact on the Company's operation in future.

Internal Financial Controls:

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including the 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 disclosure

6. DIRECTOR'S RESPONSIBILITY STATEMENT:

As required under the provisions of Section 134(3)(c) of the Act, your Directors report that:

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- (b) The Directors 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 at the end of the financial year and of the profits of the Company for that period.
- (c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (d) The Directors have prepared the annual accounts on a going concern basis.
- (e) The Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and are operating effectively.
- (f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

7. PARTICULARS OF EMPLOYEES:

There was no employee drawing remuneration requiring disclosure under the Rule 5 (2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

8. LISTING:

The Equity Shares of the Company are listed on Bombay Stock Exchange Limited. The Company is regular in payment of listing fees. The Company has paid the listing fees for the year 2016 – 2017.

9. AUDITORS AND AUDITORS REPORT:

The Auditors M/s. Loonia & Associates, Chartered Accountants, Ahmedabad hold office until the conclusion of the ensuing Annual General Meeting and have expressed their willingness to be reappointed. The Company has received a letter from a member of the Company proposing the name of M/s. Loonia & Associates, Chartered Accountants as a Statutory Auditor of the Company. Members of the Company at the 20th Annual General Meeting of the Company have appointed M/s. Loonia & Associates, Chartered Accountants as auditors of the Company upto 24th Annual General Meeting of the Company. In accordance with the provision of Section 139 of the Companies Act, 2013 members are requested to ratify the appointment of the auditors for the balance term to hold office from the conclusion of the 22nd Annual General Meeting until the

conclusion of the 24th Annual General Meeting on such remuneration as may be fixed by the Board, apart from reimbursement of out of pocket expenses as may be incurred by them for the purpose of audit

The Company has received a certificate from the Auditors to the effect that their appointment if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013. The Notes on Financial Statements referred to in the Auditor's Report are Self-explanatory and do not call for any further comments.

There is no qualification, reservation or adverse remarks made in the statutory auditors report

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

A. Conservation of Energy :

The Company consumes minor power and hence no details are required to be disclosed.

B. Research & Development:

The Company has no specific Research & Development Department.

C. Foreign Exchange Earnings and Expenditure:

Nil

11. D-MATERIALISATION OF SHARES:

The ISIN for the equity shares is INE156M01017. As on 31st March, 2016 total 26,11,200 Equity Shares of the Company have been d-materialized. Members of the Company are requested to d-materialize their shares.

12. CORPORATE GOVERNANCE:

Pursuant to Regulation of SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, Management Discussion & Analysis, Corporate Governance Report and Auditor's Certificate regarding compliance to conditions of corporate governance are made part of this Annual Report as "**Annexure I & II**"

13. RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the year under report were on an arm's length basis and in the ordinary course of business. There are no materially significant related party transactions made by the Company during the year. No advance is / was paid for entering into related party transactions. The prices paid to the related party transactions are based on the ruling market rate at the relevant point of time. The requisite details in form AOC - 2 is attached herewith as "**Annexure -III**" which forms part of the Directors Report

14. PARTICULARS OF LOANS / GUARANTEES / INVESTMENT:

The Company has not given any loan / guarantee or provided any Security or made any investment to any person (except those required for business purpose).

15. RISK MANAGEMENT POLICY

The Company has a structured risk management policy. The Risk management process is designed to safeguard the organisation from various risks through adequate and timely actions. It is designed to anticipate, evaluate and mitigate risks in order to minimize its impact on the business. The potential risks are inventoried and integrated with the management process such that they receive the necessary consideration during decision making. It is dealt with in greater details in the management discussion and analysis section. The Risk Management Policy is also available on the Company's website.

16. DECLARATION BY INDEPENDENT DIRECTORS:

The following Directors are independent in terms of Section 149(6) of the Companies Act, 2013 and Regulation of SEBI (Listing obligations and Disclosure Requirements) Regulations 2015:

- (a) Ms. Ashita Vishal Sharma

- (b) Mr. Atul Jayantilal Shah
- (c) Mr. Rajendra Kumar Shantilal Gandhi

The Company has received requisite declarations/ confirmations from all the above Directors confirming their independence.

17. EXTRACT OF THE ANNUAL RETURN

Pursuant to provision of Section 92 and 134 and other applicable provision of the Companies Act, 2013 and of Rule 12 (1) of Companies (Management and Administration) Rules, 2014 the extract of the Annual Return in form MGT 9 for the Financial Year ended on 31st March, 2016 is annexed as “**Annexure IV**” to this Report.

18. NUMBER OF BOARD MEETINGS

During the year the Board of Directors met 8 times. The details of the Board Meetings are provided in the Corporate Governance Report.

19. MATERIAL CHANGES AND COMMITMENTS:

There are no material changes and commitments, if any, affecting the financial position of the Company subsequent to the date of the Balance sheet and up to the date of the report.

20. CORPORATE SOCIAL RESPONSIBILITY:

The Company is not covered under the criteria of the provision of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, and therefore it is not mandatory for the Company to have the Corporate Social Responsibility.

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

The Company has in place an Anti-harassment policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committee are set up at shop floor level to redress complaints received regularly and are monitored by women line supervisors who directly report to the Chairman. All employees (permanent, contractual, temporary, trainees) are covered under the policy. There was no complaint received from any employee during the Financial Year 2015-16 and hence no complaint is outstanding as on 31.03.2016 for redressal.

22. SECRETARIAL AUDIT REPORT:

Pursuant to Section 204 of the Act, the Secretarial Audit Report for the Financial Year ended 31st March, 2016 given by Punit S Lath, Practising Company Secretary is attached herewith which forms part of the Directors Report as “**Annexure-V**”. The explanations of the observations are self-explanatory.

23. ANNUAL PERFORMANCE EVALUATION:

In compliance with the provisions of the Act and Regulation of SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, the performance evaluation was carried out as under:

Board:

In accordance with the criteria suggested by The Nomination and Remuneration Committee, the Board of Directors evaluated the performance of the Board, having regard to various criteria such as Board composition, Board processes, Board dynamics etc. The Independent Directors, at their separate meetings, also evaluated the performance of the Board as a whole based on various criteria. The Board and the Independent Directors were of the unanimous view that performance of the Board of Directors as a whole was satisfactory.

Committees of the Board:

The performance of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders Relationship Committee was evaluated by the Board having regard to various criteria such as committee composition, committee, processes, committee dynamics etc. The Board was of the unanimous view that all the committees were performing their functions satisfactorily and

according to the mandate prescribed by the Board under the regulatory requirements including the provisions of the Act, the Rules framed thereunder and the Listing Agreement.

Individual Directors:

- (a) **Independent Directors:** In accordance with the criteria suggested by The Nomination and Remuneration Committee, the performance of each independent director was evaluated by the entire Board of Directors (excluding the director being evaluated) on various parameters like engagement, leadership, analysis, decision making, communication, governance and interest of stakeholders. The Board was of the unanimous view that each independent director was a reputed professional and brought his/her rich experience to the deliberations of the Board. The Board also appreciated the contribution made by all the independent directors in guiding the management in achieving higher growth and concluded that continuance of each independent director on the Board will be in the interest of the Company.
- (b) **Non-Independent Directors:** The performance of each of the non-independent directors (including the chair person) was evaluated by the Independent Directors at their separate meeting. Further, their performance was also evaluated by the Board of Directors. The various criteria considered for the purpose of evaluation included leadership, engagement, transparency, analysis, decision making, functional knowledge, governance and interest of stakeholders. The Independent Directors and the Board were of the unanimous view that each of the non-independent directors was providing good business and people leadership.

24. POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION

The Company is not paying any Remuneration to Managing Director or any of the executive directors. Thus, the requisite details as required by Section 134(3)(e), Section 178(3) & (4) and Regulation of SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, is not required to be provided. However, the Company affirm that as and when the Remuneration will be payable to any of the Director, the same would be as per Remuneration Policy.

25. APPRECIATION:

Your Directors acknowledge their valuable contribution and appreciate the co-operation received from the bankers, customers and financial institutions for their continued assistance and support extended to the Company.

Your Directors also express their appreciation to all the employees of the Company for their sustained contribution throughout the period.

Yours Directors wish to thank the shareholders for their continued support, encouragement and the confidence reposed in the Management.

By order of the Board of Directors

Place : Ahmedabad

Date : 13.08.2016

Dinesh Desai

(Managing Director)

Annexure -I to the Report of Board of Director

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY STRUCTURE :

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

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

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

The Construction Sector is a major employment driver, being the second largest employer in the country, next only to agriculture. This is because of the chain of backward and forward linkages that the sector has with other sectors of the economy. About 250 ancillary industries such as cement, steel, brick, and timber and building material are dependent on the construction industry

The Indian Real estate market size is expected to touch US\$ 180 billion by 2020. The demand is expected to grow at a compound annual growth rate (CAGR) of 19 per cent between 2015 and 2020, with tier I metropolitan cities projected to account for about 40 per cent of this.

With property boom spreading in all directions, real estate in India is touching new heights. However, the growth also depends on the policies adopted by the Government to facilitate investments mainly in the economic and industrial sector. The new stand adopted by Indian Government regarding foreign direct investment (FDI) policies has encouraged increasing number of countries to invest in Indian Properties.

OPPORTUNITIES AND THREATS :

OPPORTUNITIES:The long term view on the Indian Real Estate Industry is positive, because of fundamental demand drivers such as increasing urbanization, favourable demographics, growth of the service sector, and rising incomes etc. Indian Real Estate has good potential for demand in almost every sector particularly housing. This is growing at satisfactory pace of almost 30 percent per year. The Government has been pragmatic and supportive in its approach in reducing interest rate on housing and providing finance through bank for property development projects. We are hopeful of a good demand for residential property in the future.

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

Change in the policies of the Government affects the prospects of business. Labour problems also adversely affect the business. Sanctions and permissions from various authorities is slow and time consuming and could have some impact on the operations of the Company.

SEGMENTWISE PERFORMANCE:

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

RISKS AND CONCERNS:

A big risk which the developers are facing is the price risk. Cost of land has the maximum impact on the margins of the developers, because land cost accounts for a large portion of the constructed property. The other risk to which the developers are exposed is demand risk like the ability to sell properties based on location, brand, track record, quality and timelines of completion. There is Finance Risk also. Low availability of funds coupled with high rate of interest is also a major risk for real estate industry. Uncertain interest rates lead to uncertainty in the real estate market. This trend of rising interest rate dampens the growth rate of demand for housing units. Change in Government Policies including change in Tax structure also affects the Progress of the Real Estate Industry. The Indian Real estate market is still in its infancy, largely unorganized and dominated by a large number of small players, with very few corporate or large players having national presence. The Construction Industry is still subject to a number of taxes and is considered as one of the over burdened tax segment.

The Company will continue to remain alert and adapt to the evolving market realities and will like to remain proactive in scheduling the construction and sales based on these market realities.

INTERNAL CONTROL:

The Company has an internal control system, which ensures that all transactions are satisfactorily recorded and reported and all assets are protected against loss from unauthorized use or otherwise. The Internal Control Systems are supplemented by an Internal Audit system. The findings of such Internal Audits are periodically reviewed by the management and suitable actions taken to address the deficiencies, if any noted from such audits. The Audit Committee of the Board meets at regular intervals and addresses significant issues raised by both the Internal Auditors and the Statutory Auditors. The process of internal control and systems, statutory compliance, information technology, risk analysis and risk management are inter- woven to provide a meaningful support to the management of the Company.

PROSPECTS AND FUTURE OUTLOOK:

Indian economy is marching ahead and the growth in GDP is likely to be in double figures. In this scenario, the need of the hour is expeditious development of infrastructure as delivery systems have to keep pace with the other sectors of the economy. Thus residential infrastructure is bound to grow at least at twice the rate of growth of GDP. The growth in residential real estate development is driven by rising disposable income, lower interest, increased urbanization, changing pattern from joint family to independent family and demographic factors etc. Thus the outlook for the company looks very encouraging in the coming years, as it engages mainly in residential estate development as its core area.

CAUTIONARY STATEMENT:

This management discussion and analysis contains forward looking statements that reflect our current views with respect to future events and financial performance. Our actual results may differ materially from those anticipated in the forward looking statements as a result of many factors.

Annexure –II to the Report of Board of Director

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Yuranus Infrastructure Limited is committed to achieve the best standards of Corporate Governance through complete transparency in its dealings with the management, associate companies/ firms or other third parties. The Company's policy on Corporate Governance is to make it a way of life by, inter alia, adopting superior standard of Corporate Governance practices through continual improvement of internal systems and satisfaction of employees, customers, stakeholders and society.

Corporate Governance aims at fairness, transparency, accountability and responsibility in the functioning of the Company with the ultimate objective of realizing and enhancing shareholders' values. The Company had adopted Corporate Governance and disclosure practices even before these were mandated legislations.

2. BOARD OF DIRECTORS:

As on 31st March,2016 strength of the Board of Directors is 5 (Five).

Attendance of each Director at the Board Meetings and last Annual General Meeting

Sr. No.	Name of Directors	Designation	Board Meeting Attended	Attendance at Last AGM	No. of Directorships in the other public Companies	No. of Chairmanship in other Board /committee.
1.	Dinesh Navinchandra Desai	Chairman cum Managing Director	8	Yes	2	Nil
2.	Pankhil Dineshbhai Desai	Executive Director	8	Yes	4	Nil
3.	Mayur Desai*	Executive Director	2	Yes	Nil	Nil
4.	Rajendrakumar Shantilal Gandhi	Independent and Non –Executive Director	5	Yes	Nil	Nil
5.	Atul Jayantilal Shah	Independent and Non – Executive Director	6	Yes	Nil	Nil
6.	Ashita Vishal Sharma	Independent and Non – Executive Director	6	Yes	Nil	Nil

* Mr. Mayur Desai has given his resignation to the Company and Company had accepted the same w.e.f 22nd July, 2015

During the year, the Board had met 8 **times** on 22.04.2015, 30.05.2015, 30.07.2015, 13.08.2015, 01.09.2015, 14.11.2015, 15.01.2016, 10.02.2016.

All the relevant information such as sales, financial results, proposals and statutory dues, among others, are as a matter of routine, placed before the Board for its approval/information.

The Company has thus observed the provisions of the Listing Agreement(s), allowing not more than 120 Days gap between two such meetings.

3. INDEPENDENT DIRECTORS MEETING:

Schedule IV to the Act, inter alia, prescribes that the Independent Directors of the Company shall hold at least one meeting in a year, without the attendance of the non-independent directors and members of the management. During the year, one meeting of independent directors was held on 22nd September, 2015. Mr. Rajendrakumar Shantilal Gandhi was unanimously elected as the Chairman of the Meeting of the Independent Directors. The Independent Director meeting was attended by Mrs. Ashita Vishal Sharma, Mr. Atul Jayantilal Shah and Mr. Rajendrakumar Shantilal Gandhi. At the meetings, the Independent Directors reviewed the performance of the non-independent directors (including the chairperson) and the Board as a whole and assessed the quality, quantity and timeliness of flow of information between the company, management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

4. AUDIT COMMITTEE :

The Board of Directors of the Company has constituted an audit committee pursuant to the provisions of Section 177 of the Companies Act, 2013 to ensure full compliance with all the relevant provisions including code of corporate governance.

The Audit Committee comprises of experts specializing in accounting / financial management. The Chairman of the Audit Committee is Executive Non- Independent Director. The composition as on 31st March, 2016 is as follows:-

Name of the Members	Position	Category	Attendance
Mr. Atul Shah	Chairman	Independent Director	4
Mr. Pankhil Desai	Member	Executive Director	4
Mrs. Ashita Sharma	Member	Independent Director	4

During the year the audit committee met 4 times on 30.05.2015, 13.08.2015, 14.11.2015 and 10.02.2016.

Powers & Terms of Reference:

The Power and terms of reference of the Audit Committee are as mentioned in Regulation of SEBI (Listing obligations and Disclosure Requirements) Regulations 2015 entered into with the Stock Exchanges and includes overseeing the Company's financial reporting process, reviewing with the management the financial statements and the adequacy of the internal audit function and to discuss significant internal audit findings, statutory compliance issue and issues related to risk management and compliances. The CFO and the Statutory Auditors are invited to the meeting.

5. SHAREHOLDERS COMMITTEE :

The Board has delegated the powers to approve transfer of shares etc. to this Committee of Three (3) Directors. The quorum for functioning of the committee is any two (2) Directors present. The composition of Shareholders' / Investors' Grievance Committee as on 31st March, 2016 is as follows:-

Name of the Members	Position	Category
Mr. Dinesh Desai	Chairman	Executive Director
Mrs. Ashita Sharma	Member	Independent Director
Mr. Atul Shah	Member	Independent Director

Terms of Reference:-

The Company has a Shareholders' / Investors' Grievance Committee, to look into redressal of Investors Complaints and requests such as delay in transfer of shares, non receipt of Dividend, Annual Report, revalidation of Dividend warrants etc.

The committee deals with various matters relating to –

- Transfer / transmission of shares.
- Issue of share certificate in lieu of lost, sub-divided, consolidated, rematerialized or defaced certificates.
- Consolidation / splitting of folios.
- Review of shares dematerialized and all other related matters.
- Investors' grievance and redressal mechanism and recommend measures to improve the level of investors' services.

The share department of the Company and Registrar and transfer agents, Link Intime India Pvt. Ltd. attends expeditiously to all grievances / correspondences of the shareholders and investors, received directly or through SEBI, Stock Exchanges, Department of Corporate Affairs, and Registrar of Companies etc. The complaints are generally resolved within 30 days of receipt of letter, except in the cases that are constrained by disputes or legal impediment.

6. NOMINATION AND REMUNERATION COMMITTEE :

The Nomination and Remuneration Committee comprises of Mr. Pankhil Desai [Chairman], Mrs. Ashita Sharma and Mr. Rajendrakumar Shantilal Gandhi is the member of the committee. The remuneration committee recommends to the Board the attributes and qualification for becoming a member of the Board. It also recommends the remuneration payable to the Directors, Key managerial personnel and other senior personnel and such other matters as are necessary under the Regulation of SEBI (Listing obligations and Disclosure Requirements) Regulations 2015.

Name of the Members	Position	Category
Mrs. Ashita Sharma	Chairman	Independent Director
Mr. Rajendrakumar Gandhi	Member	Independent Director
Mr. Pankhil Desai	Member	Executive Director

7. GENERAL BODY MEETINGS:

The last three annual General Meetings were held as under:

AGM	F.Y	Date	Time	Venue	No. Special Resolution Passed
19 th	2012-13	10.05.2013	11.00 AM	201, 2nd Floor, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad. – 380015	Nil
20 th	2013-14	29.09.2014	11.00 AM	201, 2nd Floor, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad. – 380015	3
21 st	2014-15	30.09.2015	11.00 AM	201, 2nd Floor, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad. – 380015	Nil

8. MEANS OF COMMUNICATION:

Your Company complies with Regulation of SEBI (Listing obligations and Disclosure Requirements) Regulations 2015. Quarterly Results, Annual Result and other statutory publications are being normally published in Western Times (in Gujarati & English both). Further results are also displayed on the Company's website. www.yuranusinfra.com

9. GENERAL SHAREHOLDER INFORMATION:

(i)	Annual General Meeting Day, Date, Time and Venue	Day : Thursday Date: 29 th September, 2016 Time: 02.00 p.m. Venue : 201,2 nd Floor, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad. – 380015
(ii)	Next Financial Calendar Year	1 st April, 2016 to 31 st March, 2017 (tentative)
(iii)	Date of Book Closure	23 rd September, 2016 to 29 th September, 2016 (both the days inclusive)
(v)	ISIN No. for ordinary shares of the Company in D-mat form	INE156M01017
(vi)	Registered Office	201,2 nd Floor, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad. – 380015
(vii)	Registrar and Transfer Agent	M/s Link Intime India Pvt. Limited, Unit No 303, 3 rd Floor Shoppers Plaza V, Opp Municipal Market, Behind Shoppers Plaza II, Off C G Road, Ahmedabad 380009
(ix)	Investor Correspondence	201,2 nd Floor, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad. – 380015
(x)	Means of Communication	The Company sends its quarterly results in Stock Exchanges. Further the same is also published in the news papers.
(xi)	Any Website where it displays official releases	www.yuranusinfra.com
(xii)	Any presentation made to the institutional investor and analyst	No
(xiii)	Is half yearly report sent to the shareholders	No
(xiv)	Whether Management Discussion and Analysis is a part of this report	Yes
(xv)	Share Transfer System	The work of physical share transfer is presently handled by Registrar and Transfer Agent.
(xvi)	Listing and Stock Code	Bombay Stock Exchange Limited – 536846
(xvii)	The name and address of Stock Exchanges where Company is listed	BSE Limited, Pheroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001
(xviii)	Auditors for the FY 2015-16 and Proposed Auditors for the FY 2016-17	M/s. Loonia & Associates, Chartered Accountants, Ahmedabad
(ix)	Compliance Officer	Dinesh Desai, Managing Director

10. NEXT FINANCIAL CALENDER:

Report Period	: From 1 st April 2016 to 31 st March 2017
First Quarter Result	: Second Week of August, 2016 (tentative)
Second Quarter Result	: Second Week of November,2016 (tentative)
Third Quarter Result	: Second Week of February,2017 (tentative)
Fourth Quarter Result	: Last Week of May, 2017 (tentative)

11. DISTRIBUTION OF SHAREHOLDINGS AND SHARE HOLDING PATTERN (AS ON 31.03.2016):**Shareholding Pattern:**

Category	No. of Share holders	% of holding to total
Promoters, Directors, & other entities of Promoters	8	44.46
Public	735	55.54
Total	743	100.00

12. SHARE PRICES IN COMPARISION TO BSE SENSEX :

On the basis of the data available from the BSE website the monthly high and low price of the Shares in comparison to BSE Sensex is as under:

Month	Monthly Highest Share Price in Rupees	Monthly Lowest Share Price in Rupees	No. of Shares of Company traded	BSE High	BSE Low
April, 2015	9.50	8.99	80	29094.61	26897.54
May, 2015	8.99	6.40	3158	28071.16	26423.99
June, 2015	6.26	4.07	1549	27968.75	26307.07
July, 2015	4.98	4.01	255	28578.33	27416.39
August, 2015	4.75	3.55	45,684	28417.59	25298.42
September, 2015	—	—	—	26471.82	24833.54
October, 2015	—	—	—	27618.14	26168.71
November, 2015	—	—	—	26824.30	25451.42
December, 2015	—	—	—	26256.42	24867.73
January, 2016	3.62	3.62	3000	26197.27	23839.76
February, 2016	3.80	3.69	3020	25002.32	22494.61
March, 2016	3.73	3.66	10	25479.62	23133.18

13. DISCLOSURES:**(a) Materially significant related party transactions**

There was no materially significant related party transaction with its promoters, Directors or the management, their subsidiaries or relatives etc. that had a potential conflict with the interest of the Company at large.

(b) Details of noncompliance by the Company, penalties and strictures imposed on the Company by the Stock Exchange or Securities and Exchange Board of India (SEBI) or any Authority on any matter related to capital markets during last three years:

During the year, the Company was suspended for the month of September, 2015 to November, 2015 by the BSE Limited on account of surveillance measure. The Company had paid penalty amounting to Rs. 33,205/- on account of delayed submission to the Stock Exchange.

(c) Whistle Blower Policy

In accordance with the requirements of the Act, read with Regulation of SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, the Company has a Whistle Blower Policy approved by the Board of Directors. The objectives of the policy are:

- To provide a mechanism for employees and directors of the Company and other persons dealing with the Company to report to the Audit Committee; any instances of unethical behavior, actual or suspected fraud or violation of the Company's Ethics Policy and

- b.** To safeguard the confidentiality and interest of such employees/directors/other persons dealing with the Company against victimization, who notice and report any unethical or improper practices.
- c.** To appropriately communicate the existence of such mechanism, within the organization and to outsiders. Whistle blower policy is available on website of the Company.

The Company confirms that no personnel has been denied access to the audit committee pursuant to the whistle blower mechanism

(d) Familiarisation Programme :

The Company has a detailed familiarization programme for Independent Directors to familiarize them with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the company operates, business model of the Company etc. The details of such programme are available on the website of the Company.

The Company has laid down procedures to inform the Board Members about the risk assessment and risk mitigation mechanism, which is periodically reviewed and reported to the Board of Directors by senior executives.

(e) Disclosure of accounting treatment different from accounting standards:

None

(f) Subsidiary Company:

The Company does not have any subsidiary Company.

14. CODE OF CONDUCT:

The Board of Directors has laid down the Code of Conduct for all the Board Members and members of the senior Management. The code is a comprehensive code applicable to all Directors, Executive as well as Non – executive and members of the Senior Management. The Code has been circulated to all the members of the Board and Senior Management Personnel and compliance of the same has been affirmed by them. The Code is also displayed on the website of the Company. Further the Directors and the Senior Management of the Company has submitted disclosure to the Board that they do not have any material financial and commercial transactions that may have a potential conflict with the interest of the Company at large. A declaration given by the Managing Director is given below:

15. DECLARATION BY THE MANAGING DIRECTOR PERSUANT TO Regulation of SEBI (Listing obligations and Disclosure Requirements) Regulations 2015

To,
The Member of Company
Yuranus Infrastructure Limited

The Company has obtained from all the members of the Board and Senior Management Personnel of the Company, affirmation that they have complied with the Code of Ethics and Business Conduct framed for Directors and Senior Management Personnel in respect of the Financial Year 2015 – 2016.”

For and on behalf of Board

**Place : Ahmedabad
Date : 13.08.2016**

**Dinesh Desai
(Chairman cum Director)**

Annexure -III to the Report of Board of Director

FORM NO. AOC-2

Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto

1. Details of contracts or arrangements or transactions not at Arm's length basis.

Sr. No.	Particulars	Details of transactions
a)	Name (s) of the related party & nature of relationship	No transactions / contracts were entered which were not at arm's length.
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/ arrangements/ transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions'	
f)	Date(s) of approval by the Board	
g)	Amount paid as advances, if any :	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of material contracts or arrangements or transactions at Arm's length basis.

Sr. No.	Particulars	Details of transactions
a)	Name (s) of the related party & nature of relationship loan w/o interest	There were no specific contract or arrangements were made between Related Parties.
b)	Nature of contracts/arrangements/transaction	Nil
c)	Duration of the contracts/ arrangements/ transaction	NA
d)	Salient terms of the contracts or arrangements or transaction including the value, if any :	NA
e)	Date of approval by the Board, if any :	NA
f)	Amount paid as advances, if any :	Nil

Annexure -IV to the Report of Board of Director

Extract of Annual Return as on the Financial Year ended on 31st March, 2016 [Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

1. REGISTRATION AND OTHER DETAILS:

i.	CIN	L45200GJ1994PLC021352
ii.	Registration Date	22.02.1994
iii.	Name of the Company	Yuranus Infrastructure Limited
iv.	Category/Sub-Category of the Company	Company Limited by Shares/Indian Non-Govt. Company
v.	Address of the Registered office and contact details	201,2nd Floor, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad. – 380015, Gujarat Email : info@yuranusinfra.com Telephone : 079 – 40082820/21 Fax No. 079 - 26560115 www.yuranusinfra.com
vi.	Whether listed company	Yes/No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s Link Intime India Pvt. Limited, Unit No 303, 3rd Floor Shoppers Plaza V, Opp Municipal Market, Behind Shoppers Plaza II, Off C G Road, Ahmedabad 380009

2. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name and Description of main products/ services	% to total turnover of the company
1	Real estate and Infrastructure	100

3. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
NIL				

f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total(B)(1)	-	-	-	-	-	-	-	-	-
2. Non Institutions									
a) Bodies Corp. (i) Indian (ii) Overseas	69237	251900	321137	9.18	58435	251900	310335	8.87	(10802)
b) Individuals (i) Individual shareholders holding nominal share capital up to ₹ 2 lakh (ii) Individual shareholders holding nominal share capital in excess of ₹ 2 lakh	117322	308300	425622	12.16	182256	336000	518256	14.81	92634
	862811	295200	1158011	33.09	807059	265000	1072059	30.63	(85952)
c) Clearing Member	230	-	230	0.01	-	-	-	-	(230)
d) Non Resident Indians	-	35900	35900	1.03	-	35900	35900	1.03	-
e) Any Others	-	-	-	-	7350	-	7350	0.21	7350
Sub-total (B)(2)	1049600	891300	1940900	55.45	1055100	888800	1943900	55.54	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	1049600	891300	1940900	55.45	1055100	888800	1943900	55.54	3000
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	2608700	891300	3500000	100	2611200	888800	3500000	100	-

ii) Shareholding of Promoters and Promoter Group

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Dinesh Navinchandra Desai	834900	23.85	-	833800	23.82	-	(1100)
2.	Leena Dinesh Desai	529200	15.12	-	529200	15.12	-	-
3.	Mayur Navinchandra Desai	150000	4.29	-	150000	4.29	-	-
4.	Pankhil Dineshbhai Desai	10000	0.29	-	9100	0.26	-	(900)
5.	Kalgi Pankhil Desai	10000	0.29	-	10000	0.29	-	-
6.	Mohit Dinesh Desai	10000	0.29	-	9000	0.26	-	(1000)
7.	Nisha Mohit Desai	10000	0.29	-	10000	0.29	-	-
8.	Ila Mayur Desai	5000	0.14	-	5000	0.14	-	-
	Total	1559100	44.55	-	1556100	44.46	-	(3000)

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

Sr. no	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the	No. of shares	% of total shares of the

			company		company
1.	Dinesh Navinchandra Desai				
	At the beginning of the year	834900	23.85	834900	23.85
	Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.):	(1100) Due to transfer	0.03	833800	23.82
	At the End of the year	833800	23.82	833800	23.82
2.	Pankhil Dinesh Desai				
	At the beginning of the year	10000	0.29	10000	0.29
	Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.):	(900) Due to transfer	0.03	9100	0.26
	At the End of the year	9100	0.26	9100	0.26
3.	Mohit Dinesh Desai				
	At the beginning of the year	10000	0.29	10000	0.29
	Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.):	(1000) Due to transfer	0.03	9000	0.26
	At the End of the year	9000	0.26	9000	0.26

iv) Shareholding pattern of top ten shareholders

Sl No.		Shareholding at the beginning of the year (01.04.2015)		Shareholding at the end of the year (31.03.2016)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Dinesh Navinchandra Desai	834900	23.85	833800	23.82

2.	Leena Dinesh Desai	529200	15.12	529200	15.12
3.	Aabhar Holdings Pvt Ltd	249400	7.13	249400	7.13
4.	Satyanarayan J Kabra	209600	5.99	209600	5.99
5.	Mayur Navinchandra Desai	150000	4.29	150000	4.29
6.	Maulik Arunbhai Shah	150000	4.29	150000	4.29
7.	Jainam Bharat Shah	130000	3.71	130000	3.71
8.	Jayshree Bharat Shah	115000	3.29	115000	3.29
9.	Bharat Chhabildas Shah	82500	2.36	82500	2.36
10.	Abubakar Abdulla Malbari	79585	2.27	79621	2.27

v)

Shareholding of Directors and Key Managerial personnel:

Sr. No.	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Dinesh Navinchandra Desai	834900	23.85	833800	23.82
2.	Pankhil Dineshbhai Desai	10000	0.29	9100	0.26

vi) Indebtedness

Indebtedness of the Company including interest outstanding/accrued but not due for payment
(₹ in Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	20.18	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not	-	-	-	-
Total(i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
- Addition	-	30.00	-	-
- Reduction	-	(50.18)	-	-
Net Change	-	(20.18)	-	-
Indebtedness at the end of the financial year	-	Nil	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	Nil	-	-

vii) Remuneration Of Directors And Keymanagerial Personnel**A. Remuneration to Managing Director, Whole-time Directors and/or Manager**

The Company had not paid any Remuneration to Managing Director, Whole Time Directors and / or Manager and therefore details of the same are not disclosed herewith

B. Remuneration to other directors

The Company had not paid any Remuneration to other Directors and therefore details of the same are not disclosed herewith

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD*(₹ In Lacs)*

Sr. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary				
(a)	Salary as per provisions contained in Income-tax Act,1961	-	-	-	-
(b)	Value of perquisites u/s17(2)Income-taxAct,1961	-	-	-	-
(c)	Profits in lieu of salary under Section17(3)Income-taxAct,1961	-	-	-	-
(d)	Others, please Specify	-	-	-	-
	Total	-	-	-	-

viii) Penalties/Punishment/Compounding of offences

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment / Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty			NIL		
Punishment					
Compounding					
C. Other Officers In Default					
Penalty					
Punishment					
Compounding					

Note :- The Company is listed at BSE Limited. The said stock exchange had imposed penalty of ₹ 33,205/- with regards to non-compliance/ delayed compliance for submitting the records to the stock exchange.

Annexure - V to the Report of Board of Director

**Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st March, 2016**

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

To,
The Members,
Yuranus Infrastructure Limited
(CIN: L 45200GJ1994PLC021352)
201, 2nd Floor, Maulik Arcade,
Above Karnavati Pagarkha Bazar,
Mansi Cross Road,
Vastrapur, Ahmedabad - 380015

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and adherence to good corporate practices by Yuranus Infrastructure Limited (**herein after called “the Company”**) **for the year ended 31st March, 2016.**

Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2016 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:

- 1.** I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2016 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 ('SCRA') and the Rules made there under;
 - (iii)** The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
 - (iv)** Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings – Provisions of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings are not applicable to the Company;

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

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (upto 14th May, 2015) and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective from 15th May, 2015);

Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) were not applicable to the Company during the financial year under report, due to the reasons mentioned against each Regulations:

(i) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 - Not applicable, as the Company has not issued any shares during the year under review;

(ii) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 / Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (effective 28th October 2014) - Not applicable, as the Company has not issued any shares/ options to directors/ employees under the said guidelines / regulations during the year under review;

(iii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not applicable, as the Company has not issued any debt securities which were listed during the year under review;

(iv) 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 - Not applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the year under review;

(v) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - Not applicable as the Company has not delisted / propose to delist its equity shares from any Stock Exchange during the year under review; and

(vi) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - Not applicable as the Company has not bought back or propose to buy-back any of its securities during the year under review.

2. We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other Acts, Laws and Regulations as applicable specifically to the company. The list of major head/groups of Acts, Laws and Regulations as applicable specifically to the Company is:

1. Transfer of Property Act, 1882

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

I. Secretarial Standards with respect to Meetings of Board of Directors and Committees (SS-1) and General Meetings (SS-2) issued by The Institute of

Company Secretaries of India and made effective 1st July, 2015).

- II.** The Listing Agreement entered into by the Company with BSE Limited, and SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 (effective 1st December, 2015).
- 4.** During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above alongwith the following observations:

OBSERVATIONS :

- (i)** As per the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we report that the provisions of the Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of :
- (a)** External Commercial Borrowings were not attracted to the Company under the financial year under report;
- (b)** Foreign Direct Investment (FDI) were not attracted to the company under the financial year under report;
- (c)** Overseas Direct Investment by Residents in Joint Venture / Wholly Owned Subsidiary abroad were not attracted to the company under the financial year under report.
- (d)** As per the information and explanations provided by the company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we report that the Company has not made any GDRs/ADRs or any Commercial Instrument under the financial year under report.
- (ii)** I further report that Company Secretary has resigned as on 22/04/2015 after which no appointment of Company Secretary is being done by company till date.
- (iii)** I further report Chief Financial Officer of the company is not appointed by the company during the year.
- (iv)** The trading in the securities of the company was suspended w.e.f August 27, 2015 for some period on the BSE Trading Platform. The same was due to interim, preventive and remedial measure undertaken by BSE. The suspension was revoked with effect from January, 28 2016 and the security was placed under 2% price band.
- (v)** I further report that Compliance of the Secretarial Standards on Meetings of the Board of Directors and Committees (SS-1) and General Meetings (SS-2), as approved by the Central Government, have been issued by the Institute of Company Secretaries of India (ICSI) which come into force w.e.f. 1st July 2015 was not found up to the mark.
- (vi)** During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, mentioned here in above and there is adequate compliance management system for the purpose of other laws.

5. We further report that :

- (i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors and a Woman Director. 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.
- (ii) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (iii) Majority decision is carried through, while the dissenting members' views are captured and recorded as part of the minutes.

6. We have relied on the information and representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws, and Regulations to the Company.

7. We further report that there are adequate systems and processes in the Company with the size and operation of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines, standards etc.

8. We further report that during the audit period there was no specific events actions having major bearing on the company's affairs.

Signature : Sd/-
Punit Santosh Lath
Practicing Company Secretary
ACS No. 26238, COP No. 11139

Date : 30/07/2016
Place : Ahmedabad

Please note that the Secretarial Audit report is to be read with our letter of even date attached as Annexure A to the report and letter also forms the integral part of report.

“ANNEXURE A” to the Secretarial Audit Report

To,
The Members,
Yuranus Infrastructure Limited
(CIN: L 45200GJ1994PLC021352)
201, 2nd Floor, Maulik Arcade,
Above Karnavati Pagarkha Bazar,
Mansi Cross Road,
Vastrapur, Ahmedabad - 380015

Dear Sir,

Our Secretarial Audit Report of even date for the Financial Year ended on 31st March, 2016 is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have relied on the representations made by the Company and its officers for systems and mechanisms formed by the Company for compliances under other laws and regulations applicable to the Company and verification of documents and records procedures on test check basis.
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.
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.

Signature : Sd/-
Punit Santosh Lath
Practicing Company Secretary
ACS No. 26238, COP No. 11139

Date : 30/07/2016
Place : Ahmedabad

INDEPENDENT AUDITORS' REPORT

To,
The Members of
Yuranus Infrastructure Limited
Ahmedabad

Report on the Financial Statements:

We have audited the accompanying standalone financial statements of Shri Jagdamba Polymers Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements:

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone 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 Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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.

Auditors' Responsibility:

Our responsibility is to express an opinion on standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform

the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion:

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

- (i) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- (ii) In the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date; and
- (iii) In the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements:

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent possible.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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 Standalone Financial Statements comply with the 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 as on March 31, 2016, taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2016, from being appointed as a Director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of internal financial controls over financial reporting of the Company and operating effectiveness of such controls, our separate report in Annexure "B" may be referred;
- g. With respect to the other matters to be included in the Auditors' 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 explanation 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 derivatives contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring the amounts required to be transferred to the Investor Education and Protection Fund by the Company.

**For Loonia & Associates.
Chartered Accountants
(F.R.No.130883W)**

**Place: Ahmedabad
Date: May 30, 2016**

**Hitesh Loonia
(Proprietor)
M.NO.-135424**

Annexure A to Independent Auditors' Report

Referred to in Paragraph 1 under the heading of "Report on other legal and regulatory requirements" of our report of even date

1. In respect of the Company's fixed assets:
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) The fixed assets were physically verified by the management at reasonable intervals during the year in a phased periodical manner in accordance with a programmed of physical verification. No material discrepancies were noticed on such physical verification.
 - c) All the title deed of Immovable Properties are held in the name of the company except permission granted by the company.
2. In respect of the Company's inventories:

As per information, explanation and records produced and given to us, there were no inventories during the year and hence no physical verification and maintenance of records is required.
3. In respect of the loans, secured or unsecured, granted or taken by the Company to / from Companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013:

According to the information & explanations given to us, the Company has not granted any loan to companies, firms or other parties covered in the register maintained u/s. 189 of the Companies Act, 2013. The Company has not granted loans, secured or unsecured to Companies, Firms, LLP's or other parties covered in the register maintained U/s. 189 of the Companies Act, 2013.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
5. According to the information and explanations given to us, the Company has not accepted any deposit covered under Section 73 to 76 of the Companies Act, 2013 during the year.
6. According to the information and explanations provided by the Company, the Central Government has not prescribed to Maintenance of cost records under Section 148(1) of the Companies Act, 2013 in respect of product of the Company.
7. According to the information and explanations given to us, in respect of statutory dues:
 - a) According to the records of the Company, undisputed statutory dues including provident fund, employee state insurance, sales tax, wealth tax, service tax, income tax, custom duty, excise duty, value added tax, cess and other material statutory dues have been generally regularly deposited with appropriate authorities, wherever applicable to it.
 - b) According to information and explanation given to us, there are no undisputed amounts payable in respect of Income Tax, Sales Tax, Service Tax, or duty of custom or duty of excise or value added tax or cess and other statutory bodies which have remained outstanding as on 31st March, 2016 for a period of more than six months from the date they become payable. Further, as per information and explanations, there are no such statutory dues which have not been deposited on account of any dispute.

8. The Company does not have any loans or borrowings from any bank or financial institution or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.
9. In our opinion and according to the information and explanations given to us, the Company had not raised any term loans during the year. The Company has not raised moneys by way of initial public offer or further public offer. Accordingly, paragraph 3(ix) of the Order is not applicable.
10. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year.
11. In our opinion and according to the information and explanations given to us, the Company is not paying any managerial remuneration in terms of Section 197 of the Act read with Schedule V to the Act. Accordingly, paragraph 3(xi) of the Order is not applicable.
12. The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.
13. In our opinion and according to the information and explanations given to us the Company is in compliance with Section 188 and 177 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
14. According to information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year in terms of section 42 of the Act. Accordingly, paragraph 3(xiv) of the Order is not applicable.
15. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non cash transactions with its directors or persons connected with him and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.
16. The Company is not required to be registered under section 45-I of the Reserve Bank of India Act, 1934.

**For Loonia & Associates.
Chartered Accountants
(F.R.No.130883W)**

**Place: Ahmedabad
Date: May 30, 2016**

**Hitesh Loonia
(Proprietor)
M.NO.-135424**

Annexure B to Independent Auditors' Report

(Referred to in paragraph 2 (f) under „Report on Other Legal and Regulatory Requirements“ section of our report of even date)

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

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 company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgement, 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 Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that –

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, 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 Loonia& Associates.
Chartered Accountants
(F.R.No.130883W)**

**Place: Ahmedabad
Date: May 30, 2016**

**Hitesh Loonia
(Proprietor)
M.NO.-135424**

YURANUS INFRASTRUCTURE LIMITED
BALANCE SHEET AS ON MARCH 31st, 2016

PARTICULARS	Note No.	As at 31.03.2016		As at 31.03.2015	
		₹	₹	₹	₹
I. EQUITY AND LIABILITIES					
1. Shareholders' funds					
(a) Share Capital	2	35,000,000		35,000,000	
(b) Reserves and Surplus	3	(16,134,892)		(16,348,399)	
			18,865,108		18,651,601
2. Non- current liabilities					
(a) Long-term borrowings	4	-		2,017,500	
			-		2,017,500
3. Current Liabilities					
(a) Trade payables	5	702,072		742,072	
(b) Short term provisions	6	131,000		137,500	
			833,072		879,572
TOTAL			19,698,180		21,548,673
II ASSETS					
1. Non-current assets					
(a) Fixed assets					
(i) Tangible assets	7	97,956		102,962	
(b) Long-term loans and advances	8	17,758,024		20,613,855	
			17,855,980		20,716,817
2. Current assets					
(a) Trade receivables	9	1,228,979		796,417	
(b) Cash and Cash Equivalents	10	587,957		35,439	
(c) Short Term loans & Advances	11	25,264		-	
			1,842,200		831,856
TOTAL			19,698,180		21,548,673
Significant accounting policies and notes to accounts					
For and on behalf of the Board				As per our report of even date	
For Yuranus Infrastructure Ltd				Loonia & Associates	
				Chartered Accountants	
				(FRN:130883W)	
Dinesh Desai		Pankhil Desai		Hitesh Loonia	
Director		Director		Proprietor	
Place : Ahmedabad				M.No. 135424	
Date: 30.05.2016					

YURANUS INFRASTRUCTURE LIMITED
PROFIT AND LOSS STATEMENT FOR THE PERIOD ENDED ON MARCH 31st, 2016

	PARTICULARS	Note No.	As at 31.03.2016		As at 31.03.2015	
			₹	₹	₹	₹
I	Revenue from Services	12	918,432		796,417	
	Other Income	13	311,713		45,000	
	Total Revenue			1,230,145		841,417
II	Expenses					
	Employee benefits expense	14	180,000		240,000	
	Finance Costs	15	6,917		622	
	Depreciation and amortization expense	7	5,006		7,470	
	Other expense	16	752,715		300,692	
	Total Expense			944,638		548,784
III	Profit before exceptional and extraordinary items and tax (I - II)			285,507		292,633
IV	Exceptional Items			-		-
V	Profit before extraordinary items and tax (III - IV)			285,507		292,633
VI	Extraordinary items			-		-
VII	Profit before tax (V - VI)			285,507		292,633
VIII	Tax expense:					
	(1) Current tax		72,000		88,000	
	(2) Deferred tax		-		-	
	(3) Short/Excess Provision of Earlier years			72,000	-	88,000
IX	Profit/(Loss) for the period (VII - VIII)			213,507		204,633
XVI	Earnings per equity share:	17				
	(1) Basic			0.06		0.06
	(2) Diluted			0.06		0.06
	See accompanying notes to the financial					
For and on behalf of the Board For Yuranus Infrastructure Ltd					As per our report of even date Loonia & Associates Chartered Accountants (FRN:130883W)	
Dinesh Desai Director Place : Ahmedabad Date: 30.05.2016		Pankhil Desai Director		Hitesh Loonia Proprietor M.No. 135424		

YURANUS INFRASTRUCTURE LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

	Particulars	AS AT 31/03/2016		AS AT 31/03/2015	
		₹	₹	₹	₹
A.	Cash Flow from Operating Activities				
	Net Profit before tax and Extraordinary Items		285,507		292,633
	Adjusted for				
	Depreciation and amortization expense	5,006	5,006	7,470	
			290,513		300,103
	Operating Profit before Working Capital Changes				-
	Adjusted for				
	Trade Receivable	(432,562)		(725,317)	
	Short term Loans & Advances	(25,264)		-	
	Trade Payable, Other Current Liabilities	(40,000)		59,372	
	Short term Provisions	(6,500)	(504,326)	62,500	(603,445)
	Cash generated from Operating Activities		(213,813)		(303,342)
	Adjustment related to previous year				
	Less : Direct Tax Paid		(72,000)		(88,000)
	Net Cash flow Operating Activities		(285,813)		(391,342)
B.	Cash Flow from Investing Activities				
	Net Cash used in Investing Activities		-		-
C.	Cash Flow from Financing Activities				
	(Increase) / Decrease in Long Term Loan & Advances	2,855,831		(2,030,616)	
	Increase / (Decrease) in Long Term Borrowings	(2,017,500)	838,331	2,000,000	(30,616)
	Net Cash used in Financing Activities		838,331		(30,616)
	Net increase in Cash and Cash Equivalents (A + B + C)		552,518		(421,958)
	Opening Balance of Cash and Cash Equivalents		35,439		457,397
	Closing Balance of Cash and Cash Equivalents		587,957		35,439

For and On Behalf of the Board
For Yuranus Infrastructure Limited

As per Our Report of Even Date
Loonia & Associates
Chartered Accountants
(FRN:130883W)

Dinesh Desai
Director

Pankhil Desai
Director

Hitesh Loonia
Proprietor
M.No. 135424

Place : Ahmedabad
Date: 30.05.2016

NOTE 1:- SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting

The financial statements have been prepared in accordance with the recognition and measurement principles laid down in the Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India.

2. Use of Estimates:-

The preparation of the financial statements in conformity with GAAP requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Examples of such estimates include computations of percentage of completion which requires the Company to estimate the efforts or costs expended to date as a proportion of total efforts or costs to be expended, provisions for doubtful debts, future obligations under employee retirement benefit plans, income taxes, post-sales customer support and the useful lives of fixed tangible assets and intangible assets.

Accounting estimates could change from period to period. Actual results could differ from these estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

3. Revenue Recognition :-

Income/Expenses are accounted for on accrual basis and provisions are made for all known expenditure.

4. Fixed Assets:-

Fixed assets are stated at their cost on acquisition less accumulated depreciation. Cost of acquisition is inclusive of freight, duties and other directly attributable cost incurred to bring the assets to their working condition for use.

5. Depreciation:-

Depreciation is calculated on Straight Line Method at the rates and in the manner prescribed in Schedule II of the Companies Act, 2013

6. Inventories:-

NIL- However the closing stock is valued at Cost or Market Value whichever is lower on FIFO basis

7. Taxes on Income:-

Provision for Current Tax is made on the basis of estimated taxable income for the current accounting period and in accordance with the provisions as per the Income Tax Act, 1961.

Deferred Tax resulting from "Timing Difference" between book and taxable profit for the year is accounted for using the tax rates and laws that have been enacted or substantially enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty/virtual certainty that the assets will be adjusted in future.

8. Micro, Small and Medium Enterprises Development Act, 2006

1. Based on the information available with the Company in respect of MSME (as defined in the Micro Small & Medium Enterprise Development Act, 2006) there are no delays in payment of dues to such enterprises during the year.
2. Companies has send letter to suppliers to confirm whether they are covered under Micro, Small and Medium Enterprises Act, 2006. As on date, the Company has not received confirmation from any suppliers who have registered under the “Micro, Small and Medium Enterprise Development Act, 2006” and hence no disclosure has been made under the said Act. And on the basis of information available with the Company there are no such parties in respect of MSME. This has been relied upon by the auditors.

9. Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized only when there is a present obligation, as a result of past events, and when a reliable estimate of the amount of obligation can be made. Contingent liability is disclosed for:

- i) Possible obligations which will be confirmed only by future events not within the control of the Company or,
- ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent Assets are not recognized in the financial statements since this may result in the recognition of income that may never be realized.

10. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transaction of a non-cash nature, any deferral or accruals of past or future operating cash receipts or payment and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

11. Earning Per Share

The Company reports basic and diluted earnings per share in accordance with Accounting Standard issued by the Institute of Chartered Accountant of India. Basic earnings per share are computed by dividing the net profit for the year by the Weighted Average Number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit for the year by weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares except where results are anti-dilutive.

12. Segment Information

The Company deals in only one reportable segment i.e Infrastructure and hence requirement of Accounting Standard 17 “Segment Reporting” issued by ICAI is not applicable.

NOTES FORMING PART OF ACCOUNTS

Particulars	On 31/03/2016		On 31/03/2015	
		₹		₹
NOTE '2'				
SHARE CAPITAL				
-Authorised 40,00,000 (40,00,000) Equity Shares of Rs. 10/- each		40,000,000		40,000,000
-Issued, Subscribed and Paid up 35,00,000 Equity Share Of Rs 10/- Each [Previous Year : 3500000 Equity Shares of Rs.10/- each]		35,000,000		35,000,000
TOTAL		35,000,000		35,000,000
- Reconciliation of Shares:	Nos	Amt(`)	Nos	Amt(`)
Opening Share Capital	3,500,000	35,000,000	3,500,000	35,000,000
Add: Shares issued During the year	-	-	-	-
Add: Rights/Bonus Shares Issued	-	-	-	-
TOTAL	3,500,000	35,000,000	3,500,000	35,000,000
Less: Buy back of Shares	-	-	-	-
Less Reduction in Capital	-	-	-	-
Closing Share Capital	3,500,000	35,000,000	3,500,000	35,000,000
List of Share holders having 5% or more Shares (In Nos)				
Name Of Shareholders	In Nos	In %	In Nos	In %
Dinesh N Desai	833,800	23.82	834,600	23.85
Leena D Desai	529,200	15.12	529,100	15.12
Aabhar Hodling Pvt. Ltd	249,400	7.13	249,400	7.13
Satyanarayan J Kabra	209,600	5.99	209,600	5.99

Particulars	31.03.2016	31.03.2015
NOTE '3'	₹	₹
RESERVES AND SURPLUS		
General Reserve	-	-
Profit and Loss Account		
Opening Balance	(16,348,399)	(16,553,032)
Add: Profit During The Year	213,507	204,633
Less: Proposed Dividend (Incl .Tax)	-	-
Transfer to Reserves	-	-
Bonus Shares	-	-
Closing Balance	(16,134,892)	(16,348,399)
TOTAL	(16,134,892)	(16,348,399)
NOTE '4'	₹	₹
LONG TERM BORROWINGS		
Unsecured Loan		
Loans Repayable on Demand		
a) From Bodies Corporates	-	-
b) From Directors	-	2,017,500
TOTAL	-	2,017,500
NOTE '5'	₹	₹
TRADE PAYABLES		
Trade Payables		
For Expenses	702,072	742,072
TOTAL	702,072	742,072
NOTE '6'	₹	₹
SHORT TERM PROVISIONS		
Audit Fee Payable	59,000	29,500
Provision for Taxation	72,000	108,000
TOTAL	131,000	137,500

Yuranus Infrastructure Ltd
AS AT 31/03/2016

Notes : 7

FIXED ASSETS

(Amount in ₹)

PARTICULARS	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
	OPENING BALANCE	ADDITION	DEDUCTION	CLOSING BALANCE	OPENING BALANCE	ADDITION	DED.	CLOSING BALANCE	Current Year	Previous Year
Office Building	225,000	-	-	225,000	145,037	3,998	-	149,035	75,965	79,963
Furniture & Fixtures	55,888	-	-	55,888	53,854	-	-	53,854	2,034	2,034
Office Equipment	372,896	-	-	372,896	353,329	1,008	-	354,337	18,559	19,567
Vehicles	224,393	-	-	224,393	223,031	-	-	223,031	1,362	1,362
Computer	152,500	-	-	152,500	152,464	-	-	152,464	36	36
TOTAL	1,030,677	-	-	1,030,677	927,715	5,006	-	932,721	97,956	102,962
PREVIOUS YEAR	1,030,677	-	-	1,030,677	920,245	7,470	-	927,715	102,962	110,432

Particulars	31.03.2016	31.03.2015
NOTE '8'	₹	₹
LONG TERM LOANS AND ADVANCES		
a) Security Deposits (Unsecured, Considered Good)	6,000	6,000
b) Advance Income Tax / TDS - Unsecured, C	129,952	134,452
c) Others (Advances recoverable in cash or in kind) Unsecured, Considered good	17,604,823	20,459,491
d) Balance with Statutory Authorities	17,249	13,912
TOTAL	17,758,024	20,613,855
NOTE '9'	₹	₹
TRADE RECEIVABLES		
Over Six Months	1,228,979	364,702
Below Six Months	-	431,715
(Debts Due by Directors and Other Related Parties)	-	-
TOTAL	1,228,979	796,417
NOTE '10'	₹	₹
CASH AND BANK BALANCES		
-Cash and Cash Equivalents		
Cash on Hand	396,815	5,717
Balance with Banks		
a) In Current Account	191,142	29,722
TOTAL	587,957	35,439
NOTE '11'	₹	₹
SHORT TERM LOANS & ADVANCES		
TDS receivable	18,264	-
Advance recoverable in cash or in kind	7,000	-
TOTAL	25,264	-

Particulars	31.03.2016	31.03.2015
NOTE '12'	₹	₹
REVENUE FROM SERVICES		
Infrastructure Receipts	918,432	796,417
TOTAL	918,432	796,417
NOTE '13'	₹	₹
OTHER INCOME		
Interest Income	257,716	45,000
Short / Excess Provision	53,997	-
TOTAL	311,713	45,000
NOTE '14'	₹	₹
EMPLOYEE BENEFITS EXPENSE		
Salaries, Wages, Bonus etc.	180,000	240,000
TOTAL	180,000	240,000
NOTE '15'	₹	₹
FINANCE COSTS		
Interest Expense	5,155	-
Bank Charges	1,762	622
TOTAL	6,917	622
NOTE '16'	₹	₹
OTHER EXPENSES		
Advertisement Exp	110,655	36,700
Auditors' Remuneration - Audit Fee	29,500	29,500
ROC Filing Fees	14,168	12,700
Listing Fees	224,720	112,360
Legal & Professional Fees	205,870	53,289
Office Expenses	69,676	54,453
Demat Charges	521	1,690
Delay Payment Charges	33,205	-
Website Development Charges	64,400	-
TOTAL	752,715	300,692

Notes Forming Part of Balance Sheet & Profit and Loss Account

17. Earnings per Share:-

Particulars	As at 31 st	As at 31 st
	March, 2016	March, 2015
Net Profit as per Profit & Loss Account	Rs. 2,13,507.00	Rs. 2,04,633.00
Number of Shares Outstanding during the year	35,00,000	35,00,000
Weighted Average Number of Equity Shares Outstanding during the year	35,00,000	35,00,000
Basic/ Diluted Earnings Per Share	0.06	0.06

18. Deferred Taxation:

- a) In conformity with Accounting Standard No. 22 issued by The Institute of Chartered Accountants of India on "Accounting for Taxes on Income", the Company has provided for net deferred tax liability during the year amounting to Rs. Nil.

19. Related Party Disclosures:-

List of Related Parties and Relationships:

- Relative Parties where significant interest exists :
 - Yuranus Education & Immigration – (Prop. Of Directors Relative)
- Key Management Personnel & Relatives:
 - Shri Dinesh Desai Chairman Cum Managing Director
 - Shri Pankhil Desai Director
 - Smt. Leena Desai Relative of Director

3. Transactions during the year:

(Amount In ₹)

Particulars	Associates	Key Management Personnel (KMP)	Relatives of KMP	Total
(i) Services Rendered	Nil	Nil	Nil	Nil
	Nil	(Nil)	(Nil)	(Nil)
(ii) Outstanding Balances – Cr.	Nil	Nil	Nil	Nil
	(Nil)	(20,17,500)	(Nil)	(20,17,500)
(iii) Advance given	Nil	Nil	Nil	Nil
	(7,34,499)	(Nil)	(Nil)	(7,34,499)

20. In the opinion of the Board; Current Assets, Loans and Advances are approximately of the value stated if realized in the ordinary course of business. The provisions for depreciation and all known liabilities are adequate and not in excess of the amount considered reasonably necessary.

21. All the balances i.e. Debit and Credit Balances in the Balance Sheet are subject to confirmation.
22. Loans and advances includes Rs. 15.13 lacs (P.Y. 15.13 lacs) which are doubtful of recovery for which no provisions has been made by the Company
23. Company does not have any defined retirement benefit scheme in this respect. Accounting Standard AS- 15 issued by the Institute of Chartered Accountants of India is not considered applicable.
24. During the year under review, the Company had generated revenue receipts and thus quantity details are not applicable.
25. Previous year's figures have been regrouped / rearrange or reclassified, wherever necessary to conform to the current years grouping or reclassification.

**As per our Report of even date
For, Loonia & Associates
(Chartered Accountants)**

For and on Behalf of the Board

**Dinesh Desai
Chairman cum Managing Director**

**Hitesh Loonia
Proprietor**

**M. No. 135424
F.R.No. 130883W**

**Pankhil Desai
Director**

Place: Ahmedabad

Date: 30.05.2016

YURANUS INFRASTRUCTURE LIMITED

Registered Office: 201, 2nd Floor, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrpur, Ahmedabad- 380015, Gujarat

Tel No. 07940082820/21, E-mail: info@yuranusinfra.com, Website: www.yuranusinfra.com

CIN: L45200GJ1994PLC021352

ATTENDANCE SLIP

DP ID _____

(To be presented at the entrance)

Folio No. /Client ID _____

I/We hereby record my/our presence at the 22nd Annual General Meeting of the Company at 201,2nd Floor Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad - 380 015 on Thursday, 29th day of September, 2016 at 02.00 p.m.

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTERANCE OF THE MEETING HALL. JOINT SHAREHOLDER(S) MAY OBTAIN ADDITIONAL SLIP AT THE VENUE OF THE MEETING.

Signature of the Member/ Proxy

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 read with Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

YURANUS INFRASTRUCTURE LIMITED

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

Tel No. 07940082820/21, E-mail: info@yuranusinfra.com, Website: www.yuranusinfra.com

CIN: L45200GJ1994PLC021352

Name of the Member(s):

Registered address:

E-mail Id:

Folio No./ Client ID:

DP Id:

I/We being the member(s) of _____ shares of the above named Company hereby appoint:

(1) Name: _____

Address: _____

E-mail Id: _____ or falling him;

(2) Name: _____

Address: _____

E-mail Id: _____ or falling him;

As my/our proxy to attend and vote(on a poll) for me /us and on my/our behalf at the 22nd Annual General Meeting of the company to be held on Thursday, 29th day of September, 2016 at 02.00 p.m. at 2nd Floor, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Ahmedabad - 380015 and at any adjournment thereof in respect of such resolution as are indicate below:

Resolution No	Particulars of Resolution	Voting	
		For	Against
	Ordinary Business		
1	Consider and adopt Financial Statements of the Company for the year ended 31st March,2016 together with the Reports of the Board of Directors and Auditors' thereon		
2	To Reappoint Mr. Pankhil Desai who retires by rotation and, being eligible, himself for Re-appointment.		
3	Appointment of Auditors of the Company and fixing their remuneration		

Signed this _____ day of _____ 2016

Signature of the Shareholder _____

Affix Revenue Stamp

Signature of first proxy holder Signature of second proxy holder

Signature of third proxy holder