

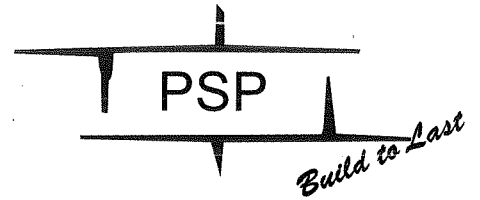


Build to Last

PSP Projects LTD.

ANNUAL REPORT 2014 -15





PSP Projects Ltd.
(An ISO 9001:2008 Certified Company)

NOTICE

NOTICE IS HEREBY GIVEN THAT the 7th Annual General Meeting of the Members of the Company will be held on Wednesday, 30th September, 2015 at 11.30 A. M. At 92, TITANIUM, 9th Floor, Prahladnagar Corporate Road, Opp. Ashwaraj Bunglow, Nr. Prahladnagar AUDA Garden, Satellite, Ahmedabad -380 015 to transact the following business:

ORDINARY BUSINESS

- 1) To receive, consider and adopt the Balance Sheet as at 31st March 2015 and statement of Profit and Loss for the year ended on that date together with the Directors' and Auditors' Report thereon.
- 2) To confirm the payment of Interim Dividend of ₹ 5 per equity share and to declare a Final Dividend of ₹ 3.75 per equity share.
- 3) To appoint a Director in place of Mr. Prahlad S. Patel (DIN: 0037633) who retires by rotation and being eligible, offer himself for re-appointment.

SPECIAL BUSINESS

- 4) To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Sagar P. Patel (DIN: 07168126), who was appointed as an Additional Director of the Company by the Board w.e.f. 24th April, 2015 pursuant to the provisions of Section 161 of the Companies Act, 2013 and Article of Association of the Company and whose term of office expires at this General Meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."

- 5) To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT, pursuant to Section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Chirag N. Shah (DIN: 02583300), who was appointed as an Additional Director of the Company by the Board of Directors with effect from September 01, 2015 and who hold office till the date of the AGM, in term of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, signifying the interest to propose Mr. Chirag N. Shah as a

candidate for the office of a Director of the Company, be and is hereby appointed as an Independent Director of the Company for a period of Five Year i.e. upto August 31, 2020, not liable to retire by rotation."

- 6) To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT , pursuant to Section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Vasishtha P. Patel (DIN: 00808127), who was appointed as an Additional Director of the Company by the Board of Directors with effect from September 01, 2015 and who hold office till the date of the AGM, in term of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, signifying the interest to propose Mr. Vasishtha P. Patel as a candidate for the office of a Director of the Company, be and is hereby appointed as an Independent Director of the Company for a period of Five Year i.e. upto August 31, 2020, not liable to retire by rotation."

- 7) To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT , pursuant to Section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Sandeep H. Shah (DIN: 00807162), who was appointed as an Additional Director of the Company by the Board of Directors with effect from September 01, 2015 and who hold office till the date of the AGM, in term of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, signifying the interest to propose Mr. Sandeep H. Shah as a candidate for the office of a Director of the Company, be and is hereby appointed as an Independent Director of the Company for a period of Five Year i.e. upto August 31, 2020, not liable to retire by rotation."

- 8) To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT Miss Pooja P. Patel (DIN: 07168083), who was appointed as an Additional Director of the Company by the Board w.e.f. 24th April, 2015 pursuant to the provisions of Section 161 of the Companies Act, 2013 and Article of Association of the Company and whose term of office expires at this General Meeting be and is hereby appointed as a Director of the Company liable to retire by rotation."

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

“RESOLVED THAT pursuant to Section 196,197,198 and 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule –V of the Companies Act, the consent of the shareholders of the Company be and is hereby accorded to re-appoint Miss. Pooja P. Patel (DIN: 07168083), as an Executive Director of the Company, for a period of 5 (five) years with effect from September 01, 2015 at a remuneration not exceeding ₹ 3,00,000 (Rupees Three Lacs) per month including all the perquisites and with an increment of 10% (hereinafter referred to as “remuneration”) , and upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/ or agreement in such a manner as may be agreed to between the Board of Directors and Miss. Pooja P. Patel.

RESLOVED FURTHER THAT the remuneration payable to Miss. Pooja P. Patel, shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

RESOLVED FURTHER THAT in the event of there being loss or inadequate profit during any financial year, the remuneration payable to Miss Pooja P. Patel shall be the minimum remuneration payable to her in terms of the provisions of section 197 and Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writing as may be required to give effect to the aforesaid resolution.

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

“RESOLVED THAT pursuant to Section 196,197,198 and 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule –V of the Companies Act, 2013 and Article 148 of Article of Association of the Company, the consent of the shareholders of the company be and is hereby accorded to re-appoint of Mrs. Shilpaben P. Patel (DIN: 02261534), as Whole-time Director of the Company for a period of five years with effect from September 01, 2015, at a remuneration not exceeding ₹ 10,00,000 (Rupees Ten Lacs) per month including all the perquisites and with an increment of 10% (hereinafter referred to as “remuneration”) , and upon the terms and conditions as detailed in the explanatory statement attached herewto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said re-

appointment and/ or agreement in such a manner as may be agreed to between the Board of Directors and Mrs. Shilpaben P. Patel.

RESOLVED FURTHER THAT the remuneration payable to Mrs. Shilpaben P. Patel, shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

RESOLVED FURTHER THAT in the event of there being loss or inadequate profit during any financial year, the remuneration payable to Mrs. Shilpaben P. Patel shall be the minimum remuneration payable to her in terms of the provisions of section 197 and Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writing as may be required to give effect to the aforesaid resolution.

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

“RESOLVED THAT in supersession of the resolution passed by the members at its Annual General Meeting held on 30th August, 2014 and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “Board”) to borrow by way of loan/debentures (whether secured or unsecured)/ bonds/ deposits / fund based / non fund based limits / guarantee for the purpose of the business of the Company any sum or sums of money either in Indian or Foreign Currency from time to time from any Bank(s) or any Financial Institution(s) or any other Institution(s), firm(s), body corporate(s), or other person(s) or from any other source in India or outside India whomsoever in addition to the temporary loan obtained from the Company’s Banker(s) in the ordinary course of business provided that the sum or sums so borrowed under this resolution and remaining outstanding at any time shall not exceed in the aggregate ₹ 500 Crores (Rupees Five Hundred Crores Only) in excess of any in addition to the paid-up capital and free reserves of the Company for the time being.
Tantrums

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

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

"RESOLVED THAT in supersession of the resolution passed by the members at its Annual General Meeting held on 30th August, 2014 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "Board") to create such charges, mortgages and hypothecation in such form and manner and with such ranking and at such time and on such terms as the Board may determine on all or any of the movable and / or immovable properties of the Company, both present and future, in favour of the lender(s), agent and the trustees for securing the borrowing financial assistance obtained / to be obtained from banks, public financial institutions, body(ies) corporate or any other party and/ or to give a collateral security for the borrowings/ guarantees of any group/ associate company or otherwise to charge the assets of the Company, for monies availed/ to be availed by way of loans and security, issued/ to be issued by the Company, from time to time, upto value not exceeding limit approved by shareholders under Section 180(1)(c) of the Companies Act, 2013 from time to time, together with interest, at the respective agreed rates, additional interest, compound interest, in case of default, accumulated interest, liquidated damages, commitment charges, premia prepayment, remuneration of the agent(s), trustee(s) and all other monies payable by the company in terms of the loan agreement, debenture trustee or any other documents, entered into/ to be borrowings/debentures/bonds and containing such specified terms and conditions and covenants in respect of enforcement of security(ies) as may be stipulated in their behalf and agreed to between the Board of Directors and lender(s), agent(s), trustee(s).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution."

13) To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of "construction and Road and other Infrastructure Project" for the financial Year ending 31st March 2016, be paid the remuneration as set out in the statement annexed to the Notice convening this meeting.

Date: 01/09/2015

Place: Ahmedabad

**By Order of the Board of Directors
For, PSP Projects Limited**



**Prahlad S. Patel
Chairman**

Regd. Office:

"PSP House",

Opp. Celesta Courtyard,,

Opp. lane of Vikram Nagar Colony,

IsconAmbli Road, Ahmedabad

Gujarat 380054

CIN: U45201GJ2008PLC054868

ANNEXURE TO NOTICE
EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE
COMPANIES ACT, 2013

FOR ITEM NO. 5 to 7

The Board of Directors, at its meeting held on September 01, 2015, appointed Mr. Chirag N. Shah, Mr. Vasishtha P. Patel and Mr. Sandeep H. Shah as Additional Directors. According to the provision of Section 160 of the Companies Act, 2013, they hold office as Director only upto the date of ensuing Annual General Meeting. As required under Section 160 of the said Act, a notice in writing has been received from, along with a deposit of ₹ 1,00,000/- proposing the candidature of the appointment of the said Directors as Independent Directors, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

The said directors have given declaration to the Board that they meet the criteria of independence as provided under Section 149(6) the said Act. In the opinion of the Board they fulfil the conditions specified in the Act read with the rules made thereunder for appointment as an Independent Director and they are independent of the management.

The above said directors are not disqualified from being appointed as Director in terms of Section 164 of the Act and have given their consent to act as Directors.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Chirag N. Shah, Mr. Vasishtha P. Patel and Mr. Sandeep H. Shah as an Independent Director is now being placed before the Members for their approval.

The Board of Directors recommends the said resolution for your approval.

Mr. Chirag N. Shah, Mr. Vasishtha P. Patel and Mr. Sandeep H. Shah are deemed to be interested in the resolutions sets out respectively in Item No. 5 to 7 of the Notice with regard to their respective appointments.

Save and Except the above, none of the other Directors or Key Managerial Personnel or any relative of any of the Directors of the Company or the relatives of any key Managerial Personnel is, in anyway, concerned or interested in the above resolutions.

FOR ITEM NO. 8 & 9:

Miss Pooja P. Patel was appointed as an Additional Director of the Company with effect from 24th May 2015 by the Board of Directors under Section 161 of the Act and Article 132 of the Company's Articles of Association. In terms of Section 161(1) of the Act, Miss Pooja P. Patel office only upto the date of the forthcoming AGM but is eligible for appointment as a Director.

The Board also appointed Miss Pooja P. Patel as an Executive Director of the Company for the period from September 01, 2015 to August 31, 2020, subject to approval of the Members. Miss Pooja P. Patel joined PSP Projects on 1st August 2014 as a Graduate Engineer Trainee on completion of B.E. Civil. She is working with different projects of PSP as a Project Engineer. During short span of time she gained a wide and deep understanding of the levers of business. This enables her to drive operational excellence across the breadth of responsibilities.

The Board in their respective meetings held on September 01, 2015 appreciated the contributions made by her towards the growth and recognition of the Company and considering the same, approved the appointment and payment of the remuneration.

The principal terms and conditions of Miss Pooja Patel's appointment as Executive Director (hereinafter referred to as 'Miss Pooja' or the 'Executive Director') are as follows:

1. Period: September 01, 2015 to August 31, 2020
2. Nature of duties:
 - a) The Executive Director shall devote his whole time and attention to the business of the Company and carry out such duties, as may be entrusted to her by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to her, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its associated companies and/or subsidiaries, including performing duties as assigned by the Board from time to time by serving on the boards of such associated companies and/or subsidiaries or any other executive body or any committee of such a company.
 - b) The Executive Director shall not exceed the powers so delegated by the Board pursuant to clause 2(a) above.
 - c) The Executive Director undertakes to employ the best of the skill and ability to make her utmost endeavours to promote the interests and welfare of the Company and to conform to and comply with the directions and regulations of the Company and all such orders and directions as may be given to her from time to time by the Board.
3.
 - a) Remuneration: The Executive Director shall be entitled to basic salary upto a maximum of ₹ 3,00,000 per month, with annual increments which will be effective 1st April each year, will be decided by the Board and will be merit-based and take into account the Company's performance; incentive remuneration and/or commission based on certain performance criteria to be laid down by the Board; benefits, perquisites and allowances, as may be determined by the Board from time to time.
 - b) Minimum Remuneration: Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Executive Director, the Company has no profits or its profits are inadequate, the Company will pay to the Executive Director remuneration by way of Salary, Benefits, Perquisites and Allowances, and Incentive Remuneration as specified above.
4. The personnel policies of the Company and the related Rules which are applicable to other employees of the Company will also be applicable to the Executive Director, unless specifically provided otherwise.
5. The terms and conditions of the appointment of the Executive Director may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard, in such manner as may be agreed to between the Board and the Executive Director, subject to such approvals as may be required.

The Directors are of the view that the appointment of Mr. Sethi as Executive Director will be beneficial to the operations of the Company and the remuneration payable to him is commensurate with her abilities and experience and accordingly commend the Resolutions at Item Nos. 8 & 9 of the accompanying Notice for approval by the Members of the Company.

In compliance with the provisions of Sections 196, 197 and other applicable provisions of the Act, read with Schedule V to the Act, the terms of remuneration specified above are now being placed before the Members for their approval.

Except Miss Pooja and her relatives, none of the Director and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise in the resolution set out at Item Nos. 8 & 9. The Board recommends the resolution for your approval.

FOR ITEM NO. 10:

The Board, at its meeting held on September 01, 2015, appointed Mrs. Shilpaben P. Patel as a Whole time Director of the Company for the period from September 01, 2015 to August 31, 2020, subject to approval of the Members in accordance with the provisions of Section 196 and 197 of the Companies Act, 2013.

the Board in their respective meetings held on September 01, 2015 appreciated the contributions made by her towards the growth and recognition of the Company and considering the same, approved the appointment and payment of the remuneration.

The principal terms and conditions of Mrs. Shilpaben P. Patel appointment as Whole time Director (hereinafter referred to as 'Mrs. Shilpaben or the 'Whole time Director') are as follows:

1. Period: September 01, 2015 to August 31, 2020
 2. a) Remuneration: The Whole time Director shall be entitled to basic salary upto a maximum of ₹ 10,00,000 per month, with annual increments which will be effective 1st April each year, will be decided by the Board and will be merit-based and take into account the Company's performance; incentive remuneration and/or commission based on certain performance criteria to be laid down by the Board; benefits, perquisites and allowances, as may be determined by the Board from time to time.
b) Minimum Remuneration: Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Whole time Director, the Company has no profits or its profits are inadequate, the Company will pay to the Whole time Director remuneration by way of Salary, Benefits, Perquisites and Allowances, and Incentive Remuneration as specified above.
 5. The terms and conditions of the appointment of the Whole time Director may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard, in such manner as may be agreed to between the Board and the Executive Director, subject to such approvals as may be required.
- The Directors are of the view that the appointment of Mrs. Shilpaben P. Patel as Whole time Director will be beneficial to the operations of the Company and the

remuneration payable to her is commensurate with her abilities and experience and accordingly commend the Resolutions at Item No. 10 of the accompanying Notice for approval by the Members of the Company.

In compliance with the provisions of Sections 196, 197 and other applicable provisions of the Act, read with Schedule V to the Act, the terms of remuneration specified above are now being placed before the Members for their approval.

Except Mrs. Shilpaben P. Patel and her relatives, none of the Director and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise in the resolution set out at Item no. 10. The Board recommends the resolution for your approval.

FOR ITEM NO. 11:

The members of the Company at its Annual General Meeting held on 30 August, 2014 had authorised Board of Directors to exercise borrowing powers the outstanding amount of which at any time shall not exceed in the aggregate of ` 75 Crores (Rupees Seventy Five Crores Only) in excess of and in addition to the paid-up capital and free reserves of the Company for the time being.

As per the provisions of Section 180(1)(c) of the Companies Act, 2013 ("Act"), the Board of Directors shall not borrow in excess of the Company's paid up share capital and free reserves, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, except with the consent of the Company accorded by way of a special resolution.

Further, in view of expanding business operations of the Company, it is necessitated to enhance the borrowing limits by authorizing Board of the Directors or Committee thereof to borrow monies upto ₹ 500 Crores (Rupees Five Hundred Crores Only) in excess of and in addition to the paid-up capital and free reserves of the Company for the time being.

Accordingly, it is, therefore, necessary for the members to pass a special resolution under Section 180(1)(c) of the Act, to enable to the Board of Directors to borrow money in excess of the aggregate of the paid up share capital and free reserves of the Company.

The Board of Directors recommends the said resolution for your approval.

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in anyway, concerned or interested in the above resolution.

FOR ITEM NO. 12:

Section 180(1)(a) of the Companies Act, 2013 which provides that the Board of Directors shall create charge on all or any of the movable or immovable properties of

the Company, except with the consent of the Company accorded by way of a special resolution.

Accordingly, it is, therefore, necessary for the members to pass a special resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of security upto limit specified in the resolution passed under Section 180(1)(c) of the Companies Act, 2013, as set out at Item No. 12 of the Notice for approval by the Members of the Company.

The Board of Directors recommends the said resolution for your approval.

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in anyway, concerned or interested in the above resolution.

ITEM NO. 13:

The Board has approved the appointment and remuneration of M/s. K.V. Melwani & Associates, Practising Cost Accountant as Cost Auditor of the Company to conduct the audit of the Cost Records of "construction, Road and other Infrastructure projects" of the Company for the financial year 2015-16, at a fee of ₹ 60000/- plus applicable Taxes and reimbursement of out of expenses, as remuneration for the cost audit service for the F.Y. 2015-16.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing of Ordinary Resolution as set out at Item No. 13 of the Notice for ratification of the remuneration payable to the Cost Auditor for the financial year ending 31st March, 2016.

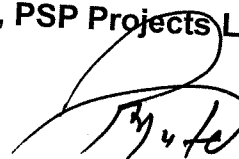
The Board of Directors recommends the said resolution for your approval.

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in anyway, concerned or interested in the above resolution.

Date: 01/09/2015

Place: Ahmedabad

**By Order of the Board of Directors
For, PSP Projects Limited**


Prahlad S. Patel
Chairman

Regd. Office:
"PSP House",
Opp. Celesta Courtyard,
Opp. lane of Vikram Nagar Colony,
Iscon Ambli Road, Ahmedabad
Gujarat 380054
CIN: U45201GJ2008PLC054868

DIRECTORS' REPORT

To
The Members,

Your Directors are pleased to present the 7th Annual Report and the Company's Audited Accounts for the financial year ended on 31st March, 2015.

1. FINANCIAL RESULTS:

The Company's financial performance, for the year ended March 31, 2015 summarised below:

Particulars	(Rs. In Lacs)	
	2014-15	2013-14
Sales and Other Income	28689.39	21479.66
Profit before finance cost, depreciation & tax	2817.29	2073.00
Finance Cost	224.20	195.19
Depreciation	516.69	366.38
Profit before Tax	2076.40	1511.42
Provision for Tax	725.30	539.01
Deferred Tax [Liabilities/Assets]	(35.38)	(13.58)
Profit after Tax	1386.48	985.99
Exceptional Items	----	----
Profit/(Loss) for the Year	1386.48	985.99

2. DIVIDEND:

In the month of January, the Company declared an Interim Dividend of Rs. 5 per share. Your Directors are pleased to recommend a final dividend of Rs. 3.75 per share aggregating to Rs. 8.75 per share (both inclusive interim and final) for the current financial year. The dividend if approved and declared in the forthcoming Annual General Meeting would result a total dividend outflow of Rs. 1,20,00,000/- and Dividend Distribution Tax of Rs. 23,99,300/- aggregating a total outflow of Rs. 1,43,99,300/-.

3. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

Since there was no unpaid/unclaimed Dividend declared and paid last year, the provision of section 125 of the Companies Act, 2013 do not apply.

4. OPERATION REVIEW:

The Company's turnover for the year stood at Rs. 28046.19 lacs which have been increased by 33.29% as compared to the previous year. The Profit before Tax (PBT)

of the Company has gone up by 37.38% and it stood at Rs. 2076.40 lacs as compared to the previous year of Rs. 1511.43.

There has been no change in the nature of business of the company during the year under review.

5. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND DATE OF THE REPORT:

The following material changes and commitment occurred during the year under review affecting the financial position of the Company.

- a. The name of the Company was changed on account of conversion of the Company from Private limited to Public Limited during the year under review.
- b. The Authorised Share Capital of the Company was increased from Rs. 1,00,00,000/- to Rs. 5,00,00,000/- during the year under review.

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

The provision of Section 134(m) of the Companies Act, 2013 do not apply to our Company. There was no foreign exchange earning

7. PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS

During the year under review, your company has not given Loan, guarantee or investments within the meaning of Section 186 of the Companies Act, 2013.

8. INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has an Internal Financial Control System, commensurate with the size, scale and complexity of its operations. The Internal Financial Control is exercised its compliances with operating system, accounting procedures and policies through internal audit conducted by an external firm of Chartered Accountants appointed by the Board. The Audit observation and corrective actions taken thereon are periodically reviewed by the Board members to ensure effectiveness of the Internal Financial Control System.

9. SUBSIDIARY COMPANIES:

The Company does not have any subsidiary.

10. INDUSTRIAL RELATION:

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

11. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, state the following:

- a. that in the preparation of the annual financial statements for the year ended March 31, 2015, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b. they 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 Profit and loss of the Company for that period;
- c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. they have prepared the annual accounts on a going concern basis; and
- e. they have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating effectively.
- f. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

12. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the period under review, Miss Pooja P. Patel (DIN: 07168083) and Mr. Sagar P. Patel (DIN: 07168126) were appointed as an Additional Director of the Company w.e.f. 24th April, 2015 to hold office upto the ensuing Annual General Meeting and are eligible for appointment as an Executive Director and Director respectively..

The Board of Directors appointed Mr. Prahlad S. Patel as Chairman and Managing Director of the Company for a period of Five years effectively from July 7, 2015.

The Board of Directors appointed Mrs. Shilpaben P. Patel as Whole-time Director of the Company for a period of five years effectively from September 01, 2015

In accordance with the provisions of Section 152 of the Companies Act, 2013, Mr. Prahlad S. Patel retires by rotation at the forthcoming Annual General Meeting, being eligible offers himself for re-appointment.

During the period under review, Mr. Chirag N. Shah (DIN: 02583300), Mr. Sandeep H. Shah (DIN: 00807162) and Mr. Vasishta P. Patel (DIN: 00808127) were appointed as an Additional Director of the Company w.e.f. September 01, 2015 to hold office upto the ensuing Annual General Meeting and are eligible for appointment as an Independent Director. The terms and conditions of appointment of independent directors are as per Schedule IV of the Act. They have submitted a declaration that each of them meets the criteria of independence as provided in Section 149(6) of the Act and there has been no change in the circumstances which may affect their status as independent director during the year.

The company has received separate notice(s) together with the requisite amount, as per the provisions of section 160 of the Companies Act, 2013, for the appointment of aforesaid directors on the Board of the Company.

13. FORMATION OF VARIOUS COMMITTEE OF BOARD:

The company had constituted Audit Nomination and Remuneration and Corporate Social Responsibility Committee as per the provisions of Section 177, 178 & 135 of the Companies Act, 2013, respectively.

14. DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review.

15. RELATED PARTY TRANSACTIONS:

Details of transactions with related parties as specified in the Companies Act, 2013 and the Rules framed thereunder and the Accounting standard 18 of the Companies (Accounting Standards) Rules, 2006 has been reported in the notes to financial statements.

All transactions entered by the Company during the F.Y. 15 with related parties were in the ordinary course of business and on an arms' length basis.

16. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS:

There were no qualifications, reservations or adverse remarks made by the Auditors in their report.

17. DECLARATION OF THE INDEPENDENT DIRECTORS:

The Independent Directors have submitted their disclosure to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

18. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE:

The Audit Committee consist of the following members:

- | | |
|----------------------------|----------|
| a. Shri Sandeep H. Shah | Chairman |
| b. Shri Vasishtha P. Patel | Member |
| c. Shri Prahlad S. Patel | Member |

The above composition of the Audit Committee consist of Independent Directors viz. Shri Sandeep H. Shah and Shri Prahlad S. Patel who form the majority.

19. BONUS SHARES:

The company has issued 24,00,000 shares of Rs. 10 each as Bonus Shares to the existing shareholders of the Company in the proportion of 3 (Three) Equity shares for every one share held in accordance with the provisions of Section 63 of the Companies Act, 2013 read with Rule 14 of the Companies (Share Capital and Debentures), Rule 2014.

20. CORPORATE SOCIAL RESPONSIBILITY:

A Corporate Social Responsibility Committee was constituted on August 27, 2014 comprising of Shri Prahlad S. Patel as Chairman, Smt. Shilpaben P. Patel as member of the Committee. The committee was revised by Board of Directors at its meeting held on September 01, 2015 by inducting Mr. Sandeep H. Shah Independent Director as member w.e.f. 01/09/2015. The Committee met once during the year to inter-alia finalizes the Corporate Social Responsibility ("CSR Policy").

The Company recognizes that its operation impact a wide community of stakeholders, including investors, employees, customer, business associates and local communities and that appropriate attention to the fulfillment of its corporate responsibility can enhance overall performance. In structuring its approach to the various aspects of Corporate Social Responsibility, the Company takes into account the guidelines and statement issued by various regulatory bodies.

As per the requirement of Section 135 of the Companies Act, 2013, the Company was required to spend at least two percent of its average net profits of immediate three financial years, in pursuance of its Corporate Social Responsibility (CSR) Policy. Accordingly, the Company had to spend a minimum of ₹ 30.91 Lacs during the current financial year towards CSR activities. During the current year, the Company has adopted a strategy whereby certain long term programmes will be undertaken by the Company for the social and economic welfare. As the process of evaluating and identifying specific programme is in progress, only ₹ 4,28,000 was spent on CSR during the year ended 31st March, 2015. The Annual Report on CSR activities is appended as Annexure A to the Directors' Report.

21. EXTRACT OF ANNUAL RETURN:

In accordance with Section 134(3) of the Companies Act, 2013, an extract of the annual return in the prescribed format is appended as Annexure B to the Directors' Report.

22. MEETING OF THE BOARD:

During the financial year ended March 31, 2015, the Board of Directors met regularly to review strategic, operational and financial matters and has a formal schedule of matters reserved for its decision. The Board met 18 (Eighteen) times during the financial year under review.

23. COST AUDITORS

The company has appointed M/s. K.V. Melwani & Associates, Practising Cost Accountant as Cost Auditor for conducting the audit of Cost records of the company for the financial year 2015-16.

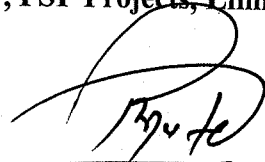
24. ACKNOWLEDGEMENTS:

Your Directors would like to express their appreciation for the assistance and co-operation received from the financial Institutions, Banks, Government authorities, Customers, vendors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the commitment services by the Company's executives, staff and workers.

Date: 01/09/2015

Place: Ahmedabad

**On behalf of the Board of Directors
For, PSP Projects, Limited**



**(Prahlad S. Patel)
Chairman**

“Annexure – A” to Directors’ Report

Annual report on CSR Activities

- 1. A brief of the company’s CSR policy, including overview of projects or programme proposed to be undertaken:**

The company has adopted a strategy whereby certain long term programme would be undertaken by the Company for the social and economic welfare and also undertaken certain long term, programmes in alignment with Schedule VII of the Act, particularly focusing on ensuing environmental sustainability.

- 2. The composition of the CSR Committee:**

Members of the committee are:

- i. Shri Prahlad S. Patel (Chairman of the Committee)
- ii. Smt. Shilpaben P. Patel (Member of the Committee)
- iii. Shri Sandeep H. Shah (Member of the Committee)

- 3. Average net profit of the company for last three financial years:**

₹ 15.45 Crores

- 4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above):**

₹ 30.91 Lacs

- 5. Details of CSR spent during the financial year:**

(a) Total amount spent for the financial year: ₹ 4.28 Lacs

(b) Amount unspent, if any: ₹ 26.63 Lacs

(c) Manner in which the amount spent during the financial year is detailed below:

Sr. No	CSR projects/ activities	Sector in which the Project covered	Location where project is undertaken: State (Local area/District)	Amount outlay (budget) Project/Programs wise	Amount spent on the projects or programs (1) Direct expenditure on projects (2) Overheads:	Cumulative expenditure upto to the reporting period	Amount spent: Direct through implementing agency* or
1.	Ensuing	Environmental	Ambawa	4.28	4.28 lacs	4.28	Direct

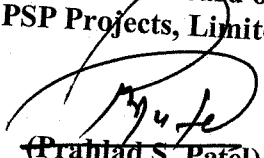
environmental sustainability, protection of animals	sustainability	di, Ahmedabad	lacs	(Direct)	lacs	implementing Agency
---	----------------	---------------	------	----------	------	---------------------

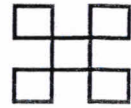
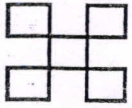
* Details of the implementing agency : Jivdata Charitable Trust

6. As the Company is in the process of evaluating and identifying the specific programmes and is in dialogue with various organization for implementing the CSR activities. This being the first year, your Company has taken steps in the right direction and going forward is committed to actively engaged with the partners/NGO to execute the projects and progame and incur expenditure in accordance with Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibilities Policy) Rules, 2014.
7. The CSR Committee confirms that the implemtation and monitoring of the CSR Policy is in compliance with the CSR objectives and Policy of your Company.

Date: 01/09/2015
Place: Ahmedabad

On behalf of the Board of Directors
For, PSP Projects, Limited


(Prahlad S. Patel)
Chairman/ Co- Chairman



PSP PROJECTS PVT. LTD.

92, TITANIUM, 9TH FLOOR,
PRAHLADNAGAR CORPORATE ROAD,
OPP. ASHWARAJ BUNGLOWS,
NR. PRAHLADNAGAR AUDA GARDEN,
SATELLITE AHMEDABAD 380015.

STATUTORY AUDIT REPORT

ACCOUNTING YEAR : 2014-2015

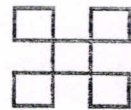
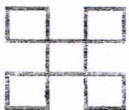
--- : AUDITORS : ---

PRAKASH B.SHETH & CO.

CHARTERED ACCOUNTANTS

212/213, PRATIBHA I, B/H SAKAR I,
OPP. GANDHIGRAM RLY. STATION,
NAVRANGPURA, AHMEDABAD.

PH. NO. 26583021



Independent Auditor's Report

To the Members of
PSP PROJECTS PVT.LTD.

Report on the Financial Statements

We have audited the accompanying financial statements of PSP Projects Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management 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 financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rules 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 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.

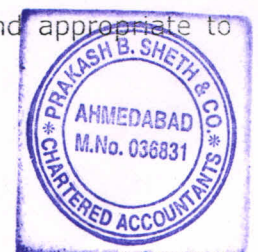
Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provision of the Act, the accounting and auditing standards and matters which are required to be included in the audit reports under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's director, as well as evaluating the overall presentation of the financial statements.

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



Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the company as at 31st March, 2015, and its profit and cash flows for the year ended on that date.

Report on other legal and regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on 31st March, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2015, from being appointed as a director in terms of section 164(2) of the Act.
 - f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the companies (Audit and Auditors) Rules 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - 1) The Company does not have any pending litigations which would impact its financial position.
 - 2) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses; and
 - 3) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.

For, Prakash B. Sheth & Co.
Chartered Accountants
FRN: 108069W



Prakash B. Sheth
(Proprietor)
Membership No. : 036831



Place: Ahmedabad
Date: 01/09/2015

ANNEXURE TO INDEPENDENT AUDITORS' REPORT

Referred to in our report of even date

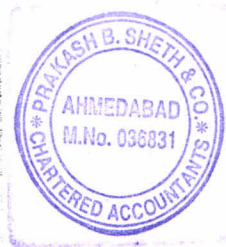
- i. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) According to the information and explanation given to us, the Fixed Assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification.
- ii. (a) As explained to us, inventories have been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable.

(b) As per the information given to us, the procedures of physical verification of the inventories followed by the management are, in our opinion, reasonable and adequate in relation to the size of the company and nature of its business.

(c) The Company is maintaining proper records of inventory. No material discrepancies were noticed on physical verification.
- iii. The company has not granted any loans, secured or unsecured to companies, firm or other parties covered in the register maintained under section 189 of the Companies Act.

As the company has not granted any loans the sub clause (a) and (b) are not applicable.
- iv. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with respect to purchase of inventory and fixed assets and for sale of goods and services. In our opinion and according to the information and explanations given to us, there is no major weakness observed in the internal control system during the course of our audit.
- v. In our opinion, and according to the information and explanation given to us the company has not accepted deposits as per the directives issued by the reserve bank of India under the provision of section 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3 (V) of the order is not applicable to the company.
- vi. We have broadly reviewed the Cost Records maintained by the Company pursuant to the rules prescribed by the Central Government for the maintenance of cost records under subsection (1) of section 148 of the Companies Act, 2013 and are of the opinion that prima facie the prescribed cost records have been maintained. We have however not made a detailed examination of the cost records
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, amount deducted/ accrued in the books of account in respect of undisputed statutory dues including Provident Fund or Employees State Insurance, Income Tax, Wealth Tax, Service Tax, Sales Tax/Value added tax, Duty of Custom, Duty of Excise and other material statutory



dues have been generally regularly deposited during the year with the appropriate authorities.

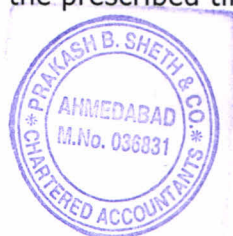
According to the information and explanations given to us, no undisputed amounts payable in respect of Provident fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Custom, Duty of Excise or Value added tax and other material statutory dues were in arrears as at 31 March, 2015 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and the records of the company examined by us, dues in respect of income tax and service tax as at 31st March, 2015, which have been not been deposited on account of disputes pending is as under:

Name of Statute	Nature of the Dues	Amount	Period to which amount relates	Forum where dispute is pending
Income Tax Act 1961	Disallowance u/s 36 of bad debts and other disallowances	6,42,940/-	Assessment year 2012-13 (Financial year 2011-12)	Commissioner of Income Tax (Appeals)
Central Board of Excise & Customs	Service Tax	11,88,830/-	2009-10	Appeal has been filed with CESTAT, pending at cestat for final PH.
Central Board of Excise & Customs	Service Tax	17,44,626/-	2008-09	Appeal is filed in tribunal & unconditional stay has been in receipt & matter pending for final PH.
Central Board of Excise & Customs	Service Tax	97,38,603/-	2008-09	Appeal is filed in tribunal & unconditional stay has been in receipt & matter pending for final PH.

According to the information and explanations given to us and records of the company examined by us, there are no dues of wealth tax, sales tax/ value added tax, duty of excise and duty of customs as at 31 March, 2015 which have not been deposited with the appropriate authorities on account of any dispute.

(c) According to the information and explanation given to us, the company is not required to transfer any amounts to investor education and protection fund within the prescribed time.



- viii. The Company does not have any accumulated losses at the end of the financial year and has not incurred cash losses in the financial year and in the immediately preceding financial year.
- ix. In our opinion and according to the information and explanations given to us the Company has not defaulted in repayment of dues to its bankers. The company did not have any outstanding dues to any financial institutions and debenture holders during the year.
- x. In our opinion and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from any bank or financial institution. Accordingly, reporting under clause 3(x) of the order does not arise.
- xi. In our opinion and according to the information and explanations given to us the term loans were applied for the purposes for which loans were obtained.
- xii. According to the information and explanations given to us and to the best of our knowledge and belief no material fraud on or by the Company has been noticed or reported during the course of our audit.

Place: Ahmedabad.
Date: 01/09/2015



For, Prakash B Sheth & CO
Chartered Accountants
FRN: 108069W

A handwritten signature in blue ink, appearing to read "Prakash B. Sheth".

(Prakash B.Sheth)
Proprietor.
Membership No.:36831

PSP PROJECTS PVT. LTD.
Balance Sheet as at 31st March 2015

Amt. in Rupees

	PARTICULARS	NOTE NO	As at March 31, 2015	As at March 31, 2014
I	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	Share capital	3	80,00,000	80,00,000
	Reserves and Surplus	4	46,13,52,485	34,19,47,753
			46,93,52,485	34,99,47,753
2	Non-current liabilities			
	Long term borrowings	5	40,76,335	57,35,342
	Long term provisions	6	62,68,009	-
	Deferred tax liabilities (net)		-	-
			1,03,44,344	57,35,342
3	Current liabilities			
	Short term borrowings	7	32,51,99,239	24,53,30,493
	Trade payables	8	63,25,59,319	40,05,68,441
	Other current liabilities	9	51,66,79,509	33,75,04,735
	Short Term Provisions	10	2,01,84,646	1,88,38,407
			1,49,46,22,713	1,00,22,42,076
	Total		1,97,43,19,542	1,35,79,25,171
II	ASSETS			
1	Non current assets			
	<i>Fixed assets:</i>			
	(a) Tangible assets	11	33,18,41,940	18,50,52,181
	(b) Intangible assets	11	3,09,668	-
	(c) Capital work-in-progress	11	23,75,375	-
			33,45,26,983	18,50,52,181
	Non current investments	12	82,71,584	80,01,750
	Deferred tax assets (net)	13	49,25,226	13,63,151
	Long term loans and advances	14	2,13,33,559	1,85,79,506
	Other non-current assets	15	8,91,88,854	3,44,13,920
			45,82,46,206	24,74,10,507
2	Current Assets			
	Current investments	16	11,90,19,507	8,26,97,607
	Inventories	17	4,21,03,469	1,56,46,765
	Trade receivables	18	34,84,75,399	13,24,68,814
	Cash and cash equivalent	19	84,81,68,758	68,43,69,628
	Short Term loans and advances	20	11,77,88,585	16,82,54,008
	Other current assets	21	4,05,17,618	2,70,77,841
			1,51,60,73,336	1,11,05,14,663
	Total		1,97,43,19,542	1,35,79,25,170

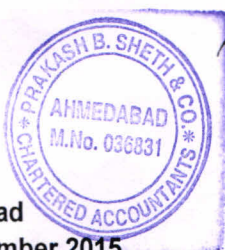
Notes forming part of the Accounts 1 to 29

As per our Report of even date attached

FOR, PRAKASH B. SHETH & CO.
Chartered Accountants
FRN : 108069W

Prakash B.Sheth
Proprietor
M.No.036831

Place : Ahmedabad
DATE : 1st September 2015



FOR, PSP PROJECTS PVT. LTD.

Prahladbhai S. Patel
Director

Shilpaben P. Patel
Director

Place : Ahmedabad
DATE : 1st September 2015



PSP PROJECTS PVT. LTD.

Profit and loss statement for the year ended 31st March 2015

			Amt. in Rupees	
	PARTICUALRS	NOTE NO	For the year 2014-15	For the year 2013-14
I	Revenue from operations	23	2,804,619,643	2,104,219,681
	Less: Excise Duty		-	-
			2,804,619,643	2,104,219,681
II	Other income	24	64,319,638	43,745,934
III	Total Revenue (I+II)		2,868,939,281	2,147,965,615
IV	Expenses			
	Cost of materials consumed	25	1,333,273,161	792,687,463
	goods, Work in Progress and Stock in Trade	26	(16,917,650)	4,614,599
	Employee benefits expenses	27	237,008,878	107,875,823
	Finance cost	28	22,420,257	19,519,019
	Depreciation and amortization expenses	11	51,669,286	36,638,524
	Other expenses	29	1,033,845,048	1,035,487,544
	Total expenses		2,661,298,980	1,996,822,972
V	Profit before exceptional and extraordinary items and tax (III-IV)		207,640,301	151,142,643
VI	Exceptional items		-	-
	Profit before extraordinary items and tax (V-VI)		207,640,301	151,142,643
VII	Profit before tax (VII)		207,640,301	151,142,643
VIII	Tax expenses			
	Current tax		72,530,387	53,901,645
	Deferred tax		(3,538,897)	(1,358,867)
	Profit (Loss) for the period from continuing operations		138,648,811	98,599,865
	Tax Adjustment of Earlier Year		-	-
	Profit (Loss) after Tax Adjustment		138,648,811	98,599,865
XI	Profit (Loss)for the period (X)		138,648,811	98,599,865
XII	Earning per equity share		173	123
	Basic and diluted			

FOR, PRAKASH B. SHETH & CO.

Chartered Accountants

FRN : 108069W

Prakash B. Sheth

Prakash B. Sheth

Proprietor

M.No.036831

FOR, PSP PROJECTS PVT. LTD.

Prahladbhai S. Patel

Prahladbhai S. Patel

Director

S.P. Patel

Shilpaben P. Patel

Director

Place : Ahmedabad

DATE : 1st September 2015



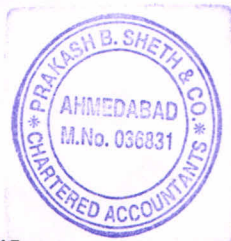
Place : Ahmedabad

DATE : 1st September 2015

Particulars	2014-15		2013-14	
	(In Rupees)	(In Rupees)	(In Rupees)	(In Rupees)
1. CASH FLOW FROM OPERATING ACTIVITIES :				
Net Profit before Taxation		20,76,40,301		15,11,42,643
Add:				
Depreciation	5,16,69,286		3,66,38,524	3,66,38,524
Provision for Gratuity	63,91,764	5,80,61,050		
less:				
Profit on sale of fixed assets	(15,244)		(43,571)	
Dividend income	(3,80,814)		(3,65,649)	
Interest income	(6,10,77,445)	(6,14,73,503)	(4,30,39,327)	(4,34,48,547)
Operating profit before working capital changes		20,42,27,848		14,43,32,619
ADD/LESS Changes for working capital				
Increase/(Decrease) in Trade Payables	23,19,90,878		4,47,95,542	
(Increase)/Decrease in Inventories	(2,64,56,704)		27,04,221	
(Increase)/Decrease in Trade Receivables	(21,60,06,584)		(64,74,553)	
Increase/(Decrease) in Other Current Liabilities	17,91,74,774		9,41,83,611	
(Increase)/Decrease in Long Term loans & advances	(27,54,053)		(2,17,969)	
(Increase)/Decrease in Short Term loans & advances	4,99,45,021		(2,97,96,307)	
Less: Adjustment for Taxes:		21,58,93,332		10,51,94,546
Direct Taxes paid	(7,63,43,030)		(5,26,91,246)	
Wealth Tax paid	(1,19,207)		(1,14,995)	
Income Tax Refund	99,94,635	(6,64,67,602)	-	(5,28,06,241)
Cash generated from operation (A)		35,36,53,578		19,67,20,925
2. CASH FLOW FROM INVESTING ACTIVITIES :				
Interest income	6,10,77,445		4,30,39,327	
Increase in Current Investments	(3,63,21,901)		(5,29,15,607)	
Increase in Non Current Investments	(2,69,834)		(28,61,000)	
Sale of fixed assets	19,200		2,47,000	
Purchase of fixed assets	(20,12,16,235)		(3,72,50,401)	
Increase in other current assets	(1,34,39,776)		(64,64,913)	
Increase in other non current assets	(5,47,74,934)		(1,12,91,164)	
Dividend income	3,80,814	(24,45,45,221)	3,65,649	(6,71,31,108)
Net cash flow from Investing Activities (B)		(24,45,45,221)		(6,71,31,108)
3 CASH FLOW FROM FINANCING ACTIVITIES :				
Repayment of Long Term Borrowings	(16,59,006)		(10,96,96,575)	
Proceeds from Short Term Borrowings	7,98,68,746		22,76,96,247	
Dividend paid	(2,00,00,000)		(80,00,000)	
Dividend Distribution Tax paid	(35,18,967)		(13,59,600)	
Net cash flow from financing Activities (C)	-	5,46,90,773	-	10,86,40,071
Net increase or decrease in Cash and Cash Equivalents (A+B+C)		16,37,99,130		23,82,29,888
Opening Cash and Cash equivalents		68,43,69,628		44,61,39,740
Closing Cash and cash equivalents		84,81,68,758		68,43,69,628

FOR, PRAKASH B. SHETH & CO.
Chartered Accountants
FRN : 108069W

Prakash B.Sheth
Proprietor
M.No.036831



Prahladhai S. Patel
Director



Shilpaben S. Patel
Director

Place : Ahmedabad
DATE : 1st September 2015

Place : Ahmedabad
DATE : 1st September 2015

PSP PROJECTS PVT. LTD.

NOTES TO FINANCIAL STATEMENTS

NOTE : 3

SHARE CAPITAL

AUTHORISED

10,00,000 Equity Shares of Rs. 10/- Each

AS ON
31/03/2015

AS ON
31/03/2014

ISSUED, SUBSCRIBED & PAID UP

8,00,000 Equity Shares of Rs. 10/-
each fully paid up

(8,00,000 Equity Shares of Rs. 10/-
each fully paid up)

Total

10,00,000

10,00,000

8,00,000

8,00,000

8,00,000

8,00,000

Terms/Rights attached to Equity Shares

The Company is having only one class of Equity shares having par value of Rs. 10/ each

Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares

	31/31/2015		31/31/2014	
	No.	Amount Rs.	No.	Amount Rs.
At the beginning of the period	800,000	8,00,000	800,000	8,00,000
Add: New issue during the period	-	-	-	-
Outstanding at the end of period	800,000	8,00,000	800,000	8,00,000

Details of shareholders holding more than 5% shares in the Company

Name of the Shareholders

Percentage Holding

Percentage Holding

	31/03/2015	31/03/2014
Prahladbhai S Patel	55.00%	99.50%
Shilpaben P Patel	20.00%	0.50%
Master Sagar Prahladbhai Patel	15.00%	-
Pooja P Patel	10.00%	-

As per the records of the Company, including its register of shareholders/Members and other declarations received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares

NOTE : 4

RESERVE AND SURPLUS

Surplus

Opening Balance

Less:

Proposed Dividend

Provision for Dividend Distribution Tax

Trf. To General Reserve

Depreciation charged against retained earnings pursuant to schedule II to the act (net of tax) (Refer Note 11.2)

Add :

Additions during the year

AS ON
31/03/2015

AS ON
31/03/2014

308,503,545

243,737,144

(16,000,000)

(16,000,000)

(3,199,067)

(2,719,200)

(20,764,030)

(15,114,264)

(45,012)

138,648,811

407,144,247

98,599,865

308,503,545



General Reserve

Opening Balance	33,444,208		18,329,944	
Add : Transferred from Current profit	20,764,030	54,208,238	15,114,264	33,444,208
Total		461,352,485		341,947,753

NOTE : 5**LONG TERM BORROWINGS****Secured****Term Loans from Schedule Bank:****For Plant & Machinery**

The Kalupur Comm. Co. Op. Bank Ltd.

(Secured Agst. HYWA Ashok Leyland Crane)

(The above loan is payable in 60 installments and carries interest @ 13.50% p.a.)

The Kalupur Comm. Co. Op. Bank Ltd.

(Secured Agst. Liebherr Tower Crane)

(The above loan is payable in 60 installments and carries interest @ 13 % p.a.)

From Others

BMW India Finance Services Pvt. Ltd.

(Secured Agst. BMW 320D)

AXIS Bank Ltd.

(Secured Agst. Bolero)

(The above loan is payable in 36 installments and carries interest @ 10.75% p.a.)

AXIS Bank Ltd.

(Secured Agst. JCB)

(The above loan is payable in 36 installments and carries interest @ 10.25% p.a.)

AXIS Bank Ltd.

(Secured Agst. JCB)

(The above loan is payable in 36 installments and carries interest @ 10.25% p.a.)

AXIS Bank Ltd.

(Secured Agst. JCB)

(The above loan is payable in 36 installments and carries interest @ 10.25% p.a.)

(The above loan is secured against Hypothecations of Machineries)

HDFC Bank Ltd.

(Secured Agst. Volvo)

(The above loan is payable in 36 installments and carries interest @ 10.07% p.a.)

Total**NOTE : 6****LONG TERM PROVISIONS**

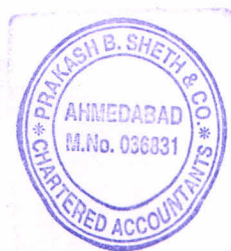
Provision for gratuity

NOTE : 7**SHORT TERM BORROWINGS**

KCCB BD - 001

(Secured agst. Book-debts of the co. and Equitable mortgage of residence & office of Directors & Personal Guarantee of Directors.

The same is repayable on demand and carries interest @ 13%)



KCCB FDOD - 56 (Secured agst. Fixed Deposit of the co. The same is repayable on demand and carries interest @ 10.50%)	217,180,443	187,946,871
KCCB CC - 009 Cash Credit facilities from a scheduled bank (Secured agst. Equitable mortgage of residence office of Directors & Personal Guarantee of Directors. The same is repayable on demand and carries interest @14.50%.)	42,192,946	9,396,037
HDFC FDOD - 11 (Secured agst. Fixed Deposit of the co. The same is repayable on demand and carries interest @ 9.50%)	12,169,313	5,032,424
<i>Unsecured</i> <i>Loans and advances from related parties</i> From Directors	869,911	7,795,590
From Other Body Corporate (Claris Life Science Ltd.)	-	5,000,000
Total	325,199,239	245,330,493

NOTE : 8

TRADE PAYABLES

Micro, Small and Medium Enterprises
Others

Total

AS ON
31/03/2015

AS ON
31/03/2014

632,559,319
632,559,319

400,568,441
400,568,441

NOTE : 9

OTHER CURRENT LIABILITIES

Current Maturities of Long Term Debt

The Kalupur Comm. Co. Op. Bank Ltd.
(Secured Agst. HYWA Ashok Leyland Crane)
(The above loan is payable in 60 installments
and carries interest @ 13.50% p.a.)
BMW India Finance Services Pvt. Ltd.
(Secured Agst. BMW 320D)
ICICI Bank Ltd.
(Secured Agst. Transit Mixture)
ICICI Bank Ltd.
(Secured Agst. ACE Tower Crane)
ICICI Bank Ltd.
(Secured Agst. ACE Tower Crane)
ICICI Bank Ltd.
(Secured Agst. ACE Tower Crane)
ICICI Bank Ltd.
(Secured Agst. ACE Tower Crane)
ICICI Bank Ltd.
(Secured Agst. ACE Tower Crane)
ICICI Bank Ltd.
(Secured Agst. Transit Mixture)
ICICI Bank Ltd.
(Secured Agst. Transit Mixture)
ICICI Bank Ltd.
(Secured Agst. Transit Mixture)
ICICI Bank Ltd.
(Secured Agst. Transit Mixture)
ICICI Bank Ltd.
(Secured Agst. Transit Mixture)
ICICI Bank Ltd.
(Secured Agst. Transit Mixture)
ICICI Bank Ltd.
(Secured Agst. Concrete Pump)
The Kalupur Comm. Co. Op. Bank Ltd.
(Secured Agst. Liebherr Tower Crane)
(The above loan is payable in 60 installments
and carries interest @ 13 % p.a.)

390,000

390,000

-

636,921

-

479,433

-

674,714

-

674,714

-

674,714

-

199,791

-

674,714

-

199,791

-

479,433

-

479,433

-

199,791

-

474,665

699,996

699,996



AXIS Bank Ltd. (Secured Agst. Bolero) (The above loan is payable in 36 installments and carries interest @ 10.75% p.a.)	173,551	155,931
AXIS Bank Ltd. (Secured Agst. JCB) (The above loan is payable in 36 installments and carries interest @ 10.25% p.a.)	703,532	635,257
AXIS Bank Ltd. (Secured Agst. JCB) (The above loan is payable in 36 installments and carries interest @ 10.25% p.a.)	703,532	635,257
AXIS Bank Ltd. (Secured Agst. JCB) (The above loan is payable in 36 installments and carries interest @ 10.25% p.a.)	703,532	635,257
HDFC Bank Ltd. (Secured Agst. Volvo) (The above loan is payable in 36 installments and carries interest @ 10.07% p.a.)	1,426,111	-
Duties & Taxes Payable	43,602,341	14,187,318
Advances from Customers	321,846,497	208,007,476
Vendor Security Deposit	40,518,369	46,321,530
Unpaid Expenses	8,273,705	3,679,277
Mobilization Advance	97,638,343	56,309,322
Total	516,679,509	337,504,735

NOTE : 10

SHORT TERM PROVISIONS

	AS ON 31/03/2015	AS ON 31/03/2014
Provision for Wealth-Tax	125,297	119,207
Provision for Income-Tax (Net of Advance Tax)	5,660,049	-
Proposed Dividend	12,000,000	16,000,000
Provision for Dividend Distribution Tax	2,399,300	2,719,200
Total	20,184,646	18,838,407



2014-15

NOTE : 11

FIXED ASSETS

Sr. No.	Assets	GROSS BLOCK (AT COST)				DEPRECIATION / AMORTISATION					NET BLOCK	
		Opening Balance 01-04-2014	Addition During The Year	Deduction	Closing Balance 31-03-2015	Opening Balance 01-04-2014	Provided For The Year	Adjusted to Retained Earnings	Deduction	Closing Balance 31-03-2015	As on 31-03-2015	As on 31-03-2014
(a) Tangible Assets												
1	Building	65,87,955	-	-	65,87,955	20,47,306	4,20,451		-	24,67,757	41,20,198	45,40,650
2	Furniture & Fixture	51,78,493	1,08,135	-	52,86,628	29,86,781	5,75,604		-	35,62,385	17,24,243	21,91,712
3	Plant & Machinery	25,72,62,368	18,90,41,733	-	44,63,04,101	9,82,13,925	4,04,56,890			13,86,70,815	30,76,33,286	15,90,48,443
4	Computer	1,41,69,032	6,40,647	79,120	1,47,30,559	93,23,396	39,73,600	68,190	75,164	1,32,90,022	14,40,537	48,45,636
5	Vehicles*	2,52,92,086	87,32,312		3,40,24,398	1,08,66,346	62,34,376			1,71,00,722	1,69,23,676	1,44,25,740
Total		30,84,89,934	19,85,22,827	79,120	50,69,33,641	12,34,37,754	5,16,60,921	68,190	75,164	17,50,91,701	33,18,41,940	18,50,52,181
(b) Intangible Assets												
1	Computer Software	-	3,18,033	-	3,18,034	-	8,364	-	-	8,364	3,09,668	-
Total		-	3,18,033	-	3,18,034	-	8,364	-	-	8,364	3,09,668	-
(c) Capital work-in-progress												
1	Machinery under installation	-	-	-	-	-	-	-	-	-	23,75,375	-
Total		-	-	-	-	-	-	-	-	-	23,75,375	-

11.1 Vehicles owned in the name of Mr. Prahladbhai S. Patel (Director)

Vehicle Name	Registration No.
Bajaj Platina Bike	GJ-1-JF-2431
BMW 320D	GJ-1-KR-8010
Honda Accord	GJ-1-HS-3583
Hyundai Verna	GJ-1-KE-8010
Maruti Swift	GJ-1-HM-2295
Maruti Swift	GJ-1-KA-4010
Mercedes - Benz	GJ-1-KJ-8010
Tata Mobile	GJ-24-U-8010
Tata Mobile	GJ-1BU-8010
Tata Mobile	GJ-1-BX-8484
Mahindra XUV	GJ-01-RC-7020
VOLVO XC60 D5 SUMMUM	GJ-01-RG-8010



11.2 Effective from 1st April 2014, the company has charged depreciation based on the remaining useful life of the assets as per requirements of Schedule II of Companies Act, 2013. Consequent to this, depreciation charge for the year ended on 31st March 2015 is higher by 64.15 lacs. In accordance with transitional provisions provided in Note 7(b) of Schedule II of the Act, an amount of Rs 45,012 (net of deferred tax adjustment Rs 23,178) has been adjusted against the opening balance of retained earning in respect of assets wherein the remaining useful life of the asset is Nil.

NOTE : 12

NON-CURRENT INVESTMENTS

	AS ON 31/03/2015	AS ON 31/03/2014
84,350 Shares Of Kalupur Comm. Co.Op. Bank each of Rs. 25/- (Last Yr. 84,350 Shares)	2,108,750	2,108,750
6 years National Saving Certificate	-	15,000
SSNL Bonds	6,162,834	5,878,000
Total	8,271,584	8,001,750
Quoted Investments	-	-
Unquoted Investments	8,271,584	8,001,750
Provision for dimunition in value	-	-

NOTE : 13

DEFERRED TAX ASSETS (NET)

	AS ON 31/03/2015	AS ON 31/03/2014
Deferred Tax Assets		
Difference between book depreciation and tax depreciation	2,771,552	1,363,151
Tax effect of depreciation charged against opening balance of retained earnings (Refer Note 11.2)	23,178	-
Tax effect of provision for unpaid gratuity debited to the statement of profit & loss	2,130,496	-
Deferred Tax Liabilities	-	-
Total	4,925,226	1,363,151

NOTE : 14

LONG TERM LOANS AND ADVANCES

	AS ON 31/03/2015	AS ON 31/03/2014
(Unsecured considered good)		
Security Deposit	21,333,559	18,579,506
Total	21,333,559	18,579,506

NOTE : 15

OTHER NON CURRENT ASSETS

	AS ON 31/03/2015	AS ON 31/03/2014
Unsecured, considered good		
Retention Money Deposit	89,188,854	34,413,920
Total	89,188,854	34,413,920

NOTE : 16

CURRENT INVESTMENTS

	AS ON 31/03/2015	AS ON 31/03/2014
SSNL Bonds	226,000	29,799,000
Investment in NCD and Bonds	118,588,425	51,497,865
GSPC 9.03% Non Convertible Debentures (11 debentures of Rs 10,00,000 each)		10,999,028
GSPC 10.45% Non Convertible Debentures (17 debentures of Rs 10,00,000 each)		18,048,629
GES CO LTD 9.35% Bonds (15 bonds of 10,00,000 each)		16,430,178
IFCI LTD 9.90% Bonds (240 bonds of Rs 25,000 each)		6,020,030
11.50 ITNL NCD 21/06/2024 (7 bonds of Rs 10,00,000 each)	7,239,542	
10.15% BAJAJ FINANCE LTD (TIER II) NCD 19/09/2024 (14 bonds of 10,00,000)	14,494,507	
9.80% GSPC NCD SERIES 2 (7 bonds of Rs 10,00,000 each)	7,349,914	



8.83% GOI 12/12/2041 (60,000 bonds of Rs 100 each)	6,770,598
10.75% IDBI BANK LTD OMNI PERPETUAL BOND (5 bonds of 10,00,000)	5,435,089
9.51% MAHARASHTRA SDL 11/09/2023 (90,000 bonds of Rs 100 each)	23,596,768
11.00% BOI PERPETUAL BONDS (8 Bonds of Rs 80,00,000 each)	8,362,323
9.72% TANGENDCO BONDS (SR. 1/214-15) 16/07/2024 (3 Bonds of Rs 10,00,000 each)	3,170,053
8.74% RRVUNL (TRANCHE II) 26/03/2027 (12 debentures of Rs 10,00,000 each)	12,011,494
11.10% TMFL Perpetual NCD (Series "A" FY 14-15) (10 debentures of Rs 10,00,000 each)	10,000,000
11% Bank of India Perpetual Bond (20 debentures of Rs 10,00,000 each)	20,158,137

Morgan Stanley Liquid fund (1400.04 units of Rs1000.5 each)	-	1,400,742
BARODA PIONEER LIQ MF (199.78 units of Rs 1001.12 each)	200,082	-
6 years National Saving Certificate	5,000	-

Total	119,019,507	82,697,607
--------------	--------------------	-------------------

Details of aggregate investments :

	Cost Value	Market Value	Cost Value	Market Value
Quoted Investments	118,788,507	118,383,437	52,898,607	51,381,042
Unquoted Investments	231,000	-	29,799,000	-
Provision for diminution in value	-	-	-	-
Total	119,019,507	118,383,437	82,697,607	51,381,042

NOTE : 17

INVENTORIES

	AS ON 31/03/2015	AS ON 31/03/2014
Raw Materials	17,527,418	7,988,364
Work in Progress	24,576,051	7,658,401
Total	42,103,469	15,646,765

NOTE : 18

TRADE RECEIVABLES

	AS ON 31/03/2015	AS ON 31/03/2014
Unsecured, considered good	-	-
More than six months	74,539,968	41,555,365
Others	273,935,431	90,913,449
Total	348,475,399	132,468,814

NOTE : 19

CASH & CASH EQUIVALENTS

	AS ON 31/03/2015	AS ON 31/03/2014
Balances with banks	-	-
- Current Account	51,574,520	16,175,787
Cash on hand	808,561	560,297
Fixed Deposit With Bank with maturity within 3 months	157,370,628	108,220,519

Other Bank Balance

Fixed Deposit with bank with maturity between 4 to 12 months	385,282,916	243,444,918
Fixed Deposit - Maturity more than 12 months	253,132,133	315,968,107
Total	638,415,049	559,413,025

FD placed as margin money against bank guarantee (with KCCB)	76,283,476	100,225,225
FD placed against overdraft facility (With HDFC Rs 2,00,00,000, With KCCB Rs 23,01,91,395)	260,913,796	250,191,395
Fixed Deposit placed as security deposit	118,212,719	217,216,924



NOTE : 20

SHORT TERM LOANS AND ADVANCES

(Unsecured Considered Good)

	AS ON 31/03/2015	AS ON 31/03/2014
Advance to Staff	2,24,384	1,99,123
Excise Duty Refund Receivable	34,521	10,19,700
Taxes paid in advance	-	5,20,401
Advances to Suppliers	6,64,08,670	6,31,59,614
Cenvat Credit Receivable	-	13,42,109
Service Tax Receivable	75,85,140	54,87,689
Excise Duty Receivable	24,15,916	
Works Contract Tax	6,08,141	43,86,991
Loans & Advances	8,16,763	9,12,838
Retention Money Deposit	3,61,13,543	6,21,22,417
EMD Deposit	11,50,000	2,74,37,443
Prepaid Expenses	24,31,507	16,65,683
Total	11,77,88,585	16,82,54,008

NOTE : 21

OTHER CURRENT ASSETS

	AS ON 31/03/2014
Interest Accrued but not due on Fixed Deposit	2,70,71,197
Interest Accrued but not due on NSC	6,645
Total	2,70,77,842

NOTE : 22

CONTINGENT LIABILITIES & COMMITMENTS

Contingent Liabilities

	AS ON 31/03/2015	AS ON 31/03/2014
Claims against the company not acknowledged as debt	1,33,14,999	1,26,72,059
Total	1,33,14,999	1,26,72,059

NOTE : 23

REVENUE FROM OPERATIONS

	CURRENT YEAR 31/03/2015	CURRENT YEAR 31/03/2014
Sale of Products	2,18,36,408	55,80,780
Other Operating Revenue	2,78,27,83,235	2,09,86,38,901
Total	2,80,46,19,643	2,10,42,19,681
Sale of Products comprises	2,18,36,408	55,80,780
Ready Mix Concrete		
Other Operating Revenue Comprises	2,78,27,83,235	2,09,86,38,901
Contract Receipts	2,80,46,19,643	2,10,42,19,681

NOTE : 24

OTHER INCOME

	CURRENT YEAR 31/03/2015	PREVIOUS YEAR 31/03/2014
Interest Received on Fixed Deposit with Banks	5,27,11,412	3,74,51,779
Interest Received from Loans & Advances	4,33,339	2,39,507
Interest on SSNL Bond	5,13,286	21,74,231
Interest on NSC	930	6,645
Interest on Income Tax Refund	17,49,055	-
Interest Income on Deposit	13,650	5,100
Dividend Income	3,16,313	3,11,938
Forex Gain / Loss		1,33,926
Profit / Loss on sale of assets	15,244	43,571
Kasar / Discount	958	966
Penalty account (income from Penalty)		-
Interest Income on Loan Given to Employees	2,335	6,054
Discount Received / Kasar-Income	3,44,142	1,56,062
Dividend income from Mutual Fund	64,501	53,711
Profit / Loss On Sale of Mutual Fund	-	379



Profit on sale of Investment	2,498,700	
Interest Received on Investment	5,623,031	3,162,065
Interest Received on Investment-Exempt	32,742	
Total	64,319,638	43,745,934

NOTE : 25

COST OF MATERIAL CONSUMED

	CURRENT YEAR 31/03/2015	PREVIOUS YEAR 31/03/2014
Opening Stock	7,988,364	6,077,986
Add: Purchases	1,342,812,215	794,597,841
	1,350,800,579	800,675,827
Less: Closing Stock	17,527,418	7,988,364
Total	1,333,273,161	792,687,463

Materials Consumed comprises of :

Steel	407,608,252	111,823,880
Cement	168,447,205	78,392,950
Stone	91,851,199	83,161,007
Bricks	67,046,742	40,817,127
Wood	38,977,361	34,416,829
Aggregate	88,135,435	41,920,232
Sand	80,376,609	45,218,658
Sanitary & Plumbing Items	98,693,429	91,754,537
Others	292,136,929	265,182,243
	1,333,273,161	792,687,463

NOTE : 26

**CHANGES IN INVENTORIES OF FINISHED GOODS,
WORK-IN PROGRESS AND SOCK IN TRADE**

Inventories at the end of the year

Work-in-progress	24,576,051	7,658,401
	24,576,051	7,658,401

Inventories at the beginning of the year

Work-in-progress	7,658,401	12,273,000
	7,658,401	12,273,000
Net (Increase)/Decrease	16,917,650	4,614,599

NOTE : 27

EMPLOYEE BENEFIT EXPENSE

	CURRENT YEAR 31/03/2015	PREVIOUS YEAR 31/03/2014
Salary	42,973,865	39,905,146
Salary Arrears	15,772	596,310
Bonus	4,894,811	4,620,443
Gratuity Expenses	6,268,009	-
Directors' Remuneration	27,600,000	20,801,000
Incentive to Director	129,553,422	21,480,000
Conveyance Allowances	2,267,839	2,188,550
Medical Reimbursement	3,486,673	3,374,501
Uniform Allowances	2,041,410	2,254,955
House Rent Allowances	12,352,203	3,451,266
Leave Travel Allowances	1,682,206	1,723,787
Contribution to Provident Fund	575,299	229,805
ESI Contribution	512,023	239,749
Children Education Allowances	53,392	59,823
Medical Expenses	577,793	431,673
Variable Salary	-	6,518,815
Other Allowances	2,154,161	-
Total	237,008,878	107,875,823

NOTE : 28

FINANCE COST

Interest on Borrowing :

CURRENT YEAR
31/03/2015

CURRENT YEAR
31/03/2014



Interest on Machinery Loan	1,007,127	1,669,213
Interest on Vehicle Loan	396,743	204,284
Interest on Bank Borrowing	13,059,836	6,134,196
Interest on Loan	979,120	8,056,321
Interest Expenses Others :		
Interest on Excise	2,213	227
Interest on Professional Tax	-	81
Interest on Service Tax	91,773	32,314
Interest on WCT	-	5,016
Interest on TDS	173,149	7,276
Interest on VAT	29	-
Other Borrowing Cost :		
Bank Guarantee Charges	5,336,249	2,972,273
Bank Charges	1,374,018	437,818
Total	22,420,257	19,519,019

NOTE : 29

OTHER EXPENSES

Manufacturing Expenses:

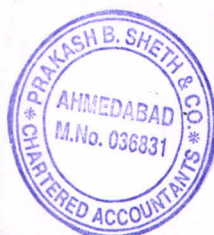
	CURRENT YEAR 31/03/2015	PREVIOUS YEAR 31/03/2014
Electricity Expenses	1,295,009	2,182,937
Labour Expenses	9,633,732	3,558,593
Site Expenses	22,351,736	15,321,149
Total	33,280,477	21,062,679

Direct Expenses related to other Contract Receipts

Carting Expenses	4,178,275	3,119,355
Electricity Expenses	5,078,915	2,605,297
Labour Expenses	458,972,228	475,882,844
Security Service Charges	7,539,978	3,301,974
Site Expenses	27,235,237	7,011,856
Sub Contract Expenses	435,036,241	458,433,487
Total	938,040,874	950,354,813

Administrative Expenses:

Duties & Taxes	29,852,611	21,084,146
Penalty	32,418	-
Insurance Expenses	6,660,116	6,447,845
Repairs & Maintenance		
Repairs & Maintenance - Machinery	785,771	855,175
Repairs & Maintenance - Computer	74,079	290,932
Vehicle Repair & Maintenance - RMC	480,002	239,053
Vehicle Repair & Maintenance	1,121,256	1,040,620
Advertisement Exps.	2,461,108	2,425,780
Sponsorship Fees	42,700	117,500
Bad Debts Written Off	500,000	-
Discount Exp.	-	12,914,600
Travelling & Conveyance	-	308,076
Donation	1,572,385	3,418,544
Electricity Charges	746,500	328,600
Office Expenses	594,627	398,590
Income Tax 2009 - 10	669,930	337,670
Income Tax 2010 - 11	-	269,990
Rent Exp.	123,755	-
Legal & Professional Charges	4,460,523	4,267,618
Consultation Charges	4,590,131	2,348,584
SAP Maintenance Charges	39,984	1,195,801
Printing & Stationery Charges	-	445,500
Tender Fees	1,135,705	835,214
Miscellaneous Expenses	339,728	650,200
Auditor's Remuneration	3,627,075	1,437,948
Petrol & Diesel - Vehicle	65,000	65,000
Toll Tax Expenses - Vehicle	1,644,876	2,225,149
	1,359,547	971,536



Road Tax	631,030	410,445
Subscription Charges	8,532	50,916
Profit / Loss on Sale of Investment	-	90,900
Corporate Social Responsibility Expenses	428,000	-
Telephone & Internet Charges	937,416	1,023,899
Total	62,523,697	64,070,051
Total	1,033,845,048	1,035,487,544
Payment to Auditors		
Audit Fees	50,000	50,000
For Taxation Matters	15,000	15,000
Total	65,000	65,000



PSP PROJECTS PVT. LTD.

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES AND NOTES :

1. Corporate Information:

PSP Projects Pvt. Ltd. is a Private Limited company domiciled in India and incorporated under the Provisions of Companies Act, 1956. The company is engaged in the manufacturing of Ready Mix Concrete & Construction of Infrastructure Projects etc.

2. Significant accounting policies

2.1 Basis of accounting and preparation of financial statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) in accordance with section 133 of the Companies Act, 2013 read with Rule 7 of Companies (Accounts) Rules, 2014. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

2.2 Use of Estimates

The preparation of financial statements in conformity with Indian Accounting Standards requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

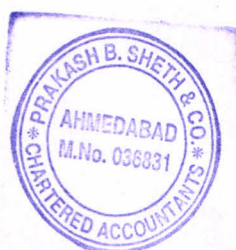
2.3 Fixed assets

All Fixed Assets are valued at cost. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use and all the expenses incurred up to preoperative period.

2.4 Depreciation and amortization

Depreciation on assets has been provided on the written down value method based on the useful lives prescribed in Schedule II to the Companies Act 2013. In respect of addition and sales of assets during the year, depreciation is provided on pro rata basis. The Company has kept the residual value @5% of original cost.

Intangible assets are amortized over a period of six years.



2.5 Borrowing costs

Borrowing costs include interest, amortization of ancillary costs incurred in connection with the arrangements of borrowings. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilized for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalization of such asset is added to the cost of the assets.

2.6 Inventories

Raw Materials and Spares:

Construction materials, stores and spares, tools and consumable are valued at lower of cost or net realizable value, on the basis of first-in first-out method after providing for obsolescence and other losses, where considered necessary. Cost includes cost of purchase and other expenses incurred in bringing inventory to their respective present location and condition.

Work in Progress:

Inventory work-in-progress represents cost incurred directly in respect of construction activity and indirect construction cost to the extent to which the expenditure is related to the construction or incidental thereto is valued at lower of cost or net realizable value.

2.7 Investments

Long-term investments (excluding investment in properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments includes acquisition charges such as brokerage, fees and duties.

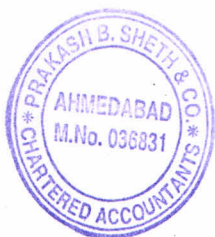
2.8 Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

Income from Service:

Running Account Bills for work completed are recognized on percentage of completion method based on completion of physical proportion of the contract work. Income on account of claims and extra item work are recognized to the extent Company expects reasonable certainty about receipts or acceptance from the client.

Determination of revenues under the percentage of completion method necessarily involves making estimates, some of which are of a technical nature, concerning, where relevant, the percentages of completion, costs to completion, the expected revenues from the project or activity and the foreseeable losses to completion. Estimates of project income, as well as project costs, are reviewed periodically. The



effect of changes, if any, to estimates are recognized in the financial statements for the period in which such changes are determined. Losses, if any, are fully provided for immediately.

Sale of Goods:

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of goods. The company collects sales taxes and value added taxes (VAT) on behalf of the government and, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue. Excise duty deducted from revenue is the amount that is included in the revenue (Gross) and not the entire amount of liability arising during the year.

Interest:

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

Dividend:

Dividend income is recognized when the company's right to receive the dividend is established by the reporting date.

2.9 Retirement and other employee benefits:

Retirement benefit in the form of provident fund is a defined contribution scheme. The contributions to the Provident Fund & Employee State Insurance are charged to the statement of profit and loss for the year when contributions are due. The Company has no obligation, other than the contribution payable to the Provident Fund & Employee State Insurance.

The Company's liability towards gratuity is determined on the basis of actuarial valuation done by an independent actuary, taking effect of actuarial gains and losses.

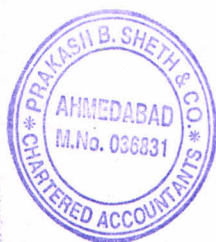
2.10 Income Tax:

Tax expenses comprise current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current Income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

2.11 Taxes on income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured



using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised to the extent there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

2.12 Earning per Share:

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

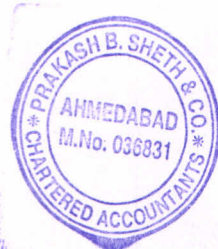
Particulars	2014-2015	2013-2014
Profit for the year attributable to the Equity Shareholders (In Rs.)	138,648,811	98,599,865
Basic / Weighted average number of Equity Shares outstanding during the year	800,000	800,000
Nominal Value of Equity Share	10	10
Basic / Diluted earning per Share	173.31	123.25

2.13 Provisions:

A provision is recognized when the company has a present obligation as a result of past event. It is possible that an outflow of resources embodying benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

2.14 Contingent liabilities:

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but disclosed its existence in the financial statements.



2.15 Value of import calculated on C.I.F. basis by the company during the financial year in Respect of

	For the year 2014-15	For the year 2013-14
Capital Goods	Nil	88,58,955

2.16 Segment Reporting:

Primary Business Segment:

The Company is primarily engaged in a single business segment of Civil Construction and accordingly this is the only primary reportable segment.

Geographical Segments:

The Company primarily sells its products within India only and hence accordingly there is only single geographical reportable segment.

2.17. Related Party Disclosure

a) Names of related parties and nature of relationship :

(i) Where control exists : Nil

(ii) Other related parties with whom transactions have taken place during the year:

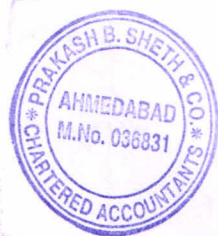
Name of Key Management Personnel:

1. Mr. Prahladbhai S. Patel Director
2. Mrs. Shilpaben P. Patel Director

Other related parties:

1. Miss Pooja P. Patel – Daughter of Director
2. PSP Products Pvt. Ltd.- Mr. Prahladbhai S. Patel is one of the Directors
3. SIM Developers.- Mr. Prahladbhai S. Patel is one of the Partners

	For the year 2014-15	For the year 2013-14
1) Remuneration to Mr. Prahladbhai S. Patel	15,11,53,422	3,64,80,000
2) Remuneration to Mrs. Shilpaben P. Patel	60,00,000	60,00,000
3) Remuneration to Miss Pooja P. Patel	3,22,499	-
4) Particulars of Loan taken from Prahladbhai S. Patel :		
Loan taken during the year (net of repayment)	(69,25,679)	(9,31,99,311)
Balance as on 31 st March	8,69,911	7,795,590



- 5) Particulars of transaction with PSP Products Pvt. Ltd.:
The transactions are disclosed in aggregate value for the year:

Purchase of Goods	2,66,75,471	13,15,236
Services Received	--	9,82,180
Electricity Charges Recovered	50,000	--

- 6) Particulars of transaction with SIM Developers. :
The transactions are disclosed in aggregate value for the year:

Sale of Goods & Services	1,26,68,484	20,94,973
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- 7) Particulars of transaction with Mr. Prahladbhai S. Patel (Director). The transactions are disclosed in aggregate value for the year:

Rent Paid	40,44,960	40,44,960
Interest Paid	9,78,212	8,056,321
Services Provided	1,25,27,691	--

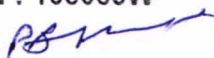
2.18 Corporate Social Responsibilities

Section 135 of the Companies Act, 2013 requires the Board of Directors to ensure that the Company spends in every financial year at least 2% of the average net profits of the Company made during the three immediately preceding financial years on Corporate Social Responsibility. Accordingly, the Company has spent Rs. 4,28,000 towards Corporate Social Responsibility Activities.

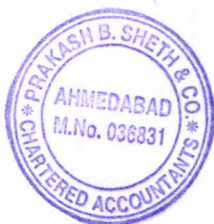
Signature to notes 1 to 2.18

As per our attached note of even date

For Prakash B. Sheth Co.
Chartered Accountants
FRN : 108069W

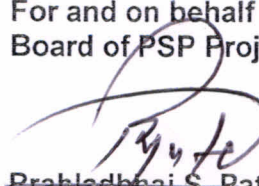


(Prakash B. Sheth)
Proprietor
M. No. 036831

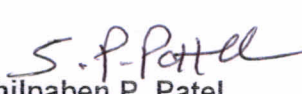


Place : Ahmedabad
Date : 01.9.2015

For and on behalf of the
Board of PSP Projects Pvt. Ltd.



Prahladbhai S. Patel
Director



Shilpaben P. Patel
Director



Place : Ahmedabad
Date : 01.9.2015